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Stores, Inc. Liquidating Trust

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**EIGHTH AND FINAL APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF MCGUIREWOODS LLP,
AS CO-COUNSEL TO THE DEBTORS, FOR SERVICES RENDERED
FROM AUGUST 1, 2010 THROUGH OCTOBER 31, 2010
AND FOR FINAL APPROVAL OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES OF MCGUIREWOODS LLP FOR SERVICES RENDERED TO THE
DEBTORS FROM NOVEMBER 10, 2008 THROUGH JULY 31, 2010**

McGuireWoods LLP ("MW"), in its capacity as former co-counsel to the debtors and debtors in possession in the above-captioned jointly administered cases (collectively, the "Debtors"), submits the following as its Eighth and Final Application for Compensation and Reimbursement of Expenses for Services Rendered from August 1, 2010 through October 31, 2010 and for Final Approval of Compensation and Reimbursement of Expenses of McGuireWoods LLP for Services

Rendered to the Debtors from November 10, 2008 through July 31, 2010 (the "Application") pursuant to 11 U.S.C. §§ 330, 331 and 503(b) and Federal Rule of Bankruptcy Procedure 2016. MW certifies that the Trust and the Trustee (both as hereinafter defined) have received a copy of this Application, but have not completed their review. In addition, MW certifies that a copy of this Application has been served on the Office of the United States Trustee. For its Application, MW seeks the entry of an order, substantially in the form attached hereto as Exhibit A, granting final approval of compensation in the amount of \$697,433.00 and reimbursement of expenses in the amount of \$22,298.14 for services rendered by MW from August 1, 2010 through October 31, 2010 (the "Application Period"), and final approval of compensation in the amount of \$5,729,451.25 and reimbursement of expenses in the amount of \$149,857.55 for services rendered by MW from November 10, 2008 through July 31, 2010, which was previously approved by this Court on an interim basis in MW's first through seventh interim applications. Additionally, in accordance with Article V.B. of the Plan, MW is seeking final approval of compensation and reimbursement of actual, necessary expenses in connection with the preparation, filing, and prosecution

of this Application, as well as assisting with and filing the Debtors' other professionals' final applications, which occurred post-Effective Date, in an estimated amount not to exceed \$15,000.¹ In support of the application, MW respectfully represents as follows:

JURISDICTION

1. This Court has jurisdiction to consider this Application under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The bases for the relief requested herein are sections 330, 331 and 503(b) of title 11 of the United States Code (the "Bankruptcy Code") and Federal Rule of Bankruptcy Procedure (the "Bankruptcy Rules") 2016.

BACKGROUND

3. On November 10, 2008 (the "Petition Date"), the Debtors filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code. Until the Effective Date of the Plan (as hereinafter defined), the Debtors managed and operated their businesses as debtors in

¹ This amount is estimated since the time spent filing all of the Debtors' professionals' final fee applications and attending the hearing on the Application has not yet occurred. See paragraphs 85-88 and Exhibit E for additional detail.

possession pursuant to Bankruptcy Code sections 1107 and 1108.

4. On November 12, 2008, the Office of the United States Trustee for the Eastern District of Virginia appointed a statutory committee of unsecured creditors (the "Creditors' Committee"). To date, no trustee or examiner has been appointed in these chapter 11 cases.

5. On January 16, 2009, the Court authorized the Debtors, among other things, to conduct going out of business sales at the Debtors' remaining 567 stores pursuant to an agency agreement (the "Agency Agreement") between the Debtors and a joint venture, as agent. On January 17, 2009, the agent commenced going out of business sales pursuant to the Agency Agreement at the Debtors' remaining stores. As of March 8, 2009, the going out of business sales at the Debtors' remaining stores had been completed.

6. On September 29, 2009, the Debtors and the Creditors' Committee (collectively, the "Plan Proponents") filed the First Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and its Affiliated Debtors and Debtors In Possession and its Official Committee of Creditors Holding General Unsecured Claims (the "First Amended Plan"). The

associated disclosure statement (the "Disclosure Statement") was approved on September 24, 2009.

7. On August 9, 2010, the Debtors and the Creditors' Committee filed the Supplemental Disclosure with Respect to Second Amended Joint Plan of Circuit City Stores, Inc. and its Affiliated Debtors and Debtors in Possession and its Official Committee of Creditors Holding General Unsecured Claims and Notice of Deadline to Object to Confirmation (the "Supplement") and the Second Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and its Affiliated Debtors and Debtors In Possession and its Official Committee of Creditors Holding General Unsecured Claims (the "Plan").

8. On September 14, 2010, the Court entered its Findings of Fact, Conclusions of Law and Order Confirming Modified Second Amended Joint Plan of Liquidation of Circuit City Stores, Inc. and its Affiliated Debtors and Debtors in Possession and its Official Committee of Creditors Holding General Unsecured Claims (Docket No. 8555).

9. On November 1, 2010 (the "Effective Date"), the Plan became effective (Docket No. 8865).

10. On the Effective Date, the Plan provided for the creation of the Circuit City Stores, Inc. Liquidating Trust

(the "Trust"), which appointed Alfred H. Siegel as its trustee ("Trustee").

MCGUIREWOODS LLP'S EMPLOYMENT

11. On November 18, 2008, MW filed an Application to Employ and Retain McGuireWoods LLP as Counsel for the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 329 (Docket No. 191) (the "Employment Application").

12. On December 8, 2008, the Court entered an order authorizing the employment of MW as counsel to the Debtors (Docket No. 791) (the "Employment Order").

13. By this Application, MW is seeking, inter alia, final approval of its compensation and reimbursement of expenses pursuant to the Employment Order and pursuant to sections 330, 331 and 503(b) of the Bankruptcy Code for the period of November 10, 2008 through October 31, 2010.

14. MW charges legal fees on an hourly basis at its attorneys' and paraprofessionals' hourly rates, which rates are set in accordance with the attorney's or paraprofessional's seniority and experience and are adjusted from time to time. MW also charged the Debtors for its actual out-of-pocket expenses incurred including, but not limited to, photocopying, long distance telephone calls, messenger services, computer research, travel expenses,

overnight mail and court fees. MW's fee structure and expense reimbursement policies were disclosed in MW's Employment Application, to which no party objected and this Court approved. See Docket Nos. 191, 791.

15. The names of all MW attorneys and paraprofessionals who have worked on this matter and their respective hourly rates are set forth on Exhibit B hereto.

16. MW currently holds a retainer from the Debtors in the amount of \$348,568.07.

17. To the best of MW's knowledge, and upon information and belief, the Debtors have paid or will pay undisputed postpetition operating expenses in the ordinary course.

18. To the best of MW's knowledge, and upon information and belief, the Debtors have sufficient funds on hand to pay the compensation and reimbursement of expenses requested herein.

19. To the best of MW's knowledge, and upon information and belief, the Debtors have filed with the United States Trustee all monthly operating reports presently due, and have paid all quarterly fees to the United States Trustee that are presently due.

FEE PROCEDURES AND MONTHLY FEE STATEMENTS

20. On December 9, 2008, this Court entered an Order under Bankruptcy Code Sections 105(a) and 331 Establishing Procedures for Interim Compensation (Docket No. 830) (the "Interim Compensation Order"), which approved the interim compensation procedures attached thereto (the "Interim Compensation Procedures"). Pursuant to paragraph (d) of the Interim Compensation Procedures, interim applications for compensation and reimbursement of expenses must be filed on or before September 14, 2010. Moreover, in accordance with paragraphs (a) and (d) of the Interim Compensation Procedures, MW will serve a copy of this Application upon the Notice Parties (as defined therein). Moreover, notice of the Application will be served on the parties as required by the Case Management Order (Docket No. 130).

21. Pursuant to the Interim Compensation Procedures, approximately on or after the tenth (10th) day of each month following the month for which compensation was sought, MW submitted a monthly statement to the Notice Parties (as defined in the Interim Compensation Procedures). The parties had twenty (20) days to review any such statement. If there were no objections, at the expiration of the twenty (20) day period, the Debtors were ordered to promptly pay

eighty-five percent (85%) of the fees and one hundred percent (100%) of the expenses identified in each monthly statement. MW submitted monthly statements for each month during the Application Period and no objections were received. Accordingly, MW has been paid eighty-five percent (85%) of its total requested fees and one hundred percent (100%) of its expenses during the Application Period. A chart summarizing these payments and the monthly statements is attached hereto as Exhibit C.

22. This is MW's eighth interim and final application. This Court previously approved MW's first through seventh interim applications, which are incorporated herein by reference. See MW's Interim Applications at Docket Nos. 2618, 3619, 4851, 6085, 6846, 7819 and 8565; Orders Approving MW's Interim Application at Docket Nos. 3080, 4296, 5290, 6356, 7286, 8046 and 8874.

REQUESTED FEES AND REIMBURSEMENT OF EXPENSES

23. MW played an important role in advising the Debtors and handling the day to day administration of the Debtors' chapter 11 cases. As a result of its efforts during the Application Period, MW now seeks final allowance of \$697,433.00 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who

have worked on the cases, and \$22,298.14 in expenses actually and necessarily incurred by MW while providing services to the Debtors during the Application Period. Moreover, MW is seeking final allowance of \$5,729,451.25 in fees and \$149,857.55 in expenses for services rendered by MW from November 10, 2008 through July 31, 2010. Additionally, in accordance with Article V.B. of the Plan, MW is seeking final approval of compensation and reimbursement of actual, necessary expenses in connection with the preparation, filing, and prosecution of this Application, as well as assisting with and filing the Debtors' other professionals' final applications, which occurred post-Effective Date, in an estimated amount not to exceed \$15,000.²

24. In staffing this case, in budgeting and incurring charges and disbursements, and in preparing and submitting this Application, MW was mindful of the need to be efficient while providing full and vigorous representation to the Debtors. MW also has been especially cognizant of the standards established by this Court for compensation of professionals and reimbursement of charges and disbursements. As described in detail herein, MW believes

² This amount is estimated since the time spent filing all of the Debtors' professionals' final fee applications and attending the hearing on the Application has not yet occurred. See paragraphs 85-88 and Exhibit E for additional detail.

that the requests made in this Application comply with this Court's standards in the context of the unique circumstances surrounding these large and complex chapter 11 cases.

SUMMARY OF SERVICES PROVIDED DURING THE APPLICATION PERIOD

A. General Case Administration.

25. Description. MW assisted with, inter alia, the review, analysis and preparation of correspondence, documents, pleadings and notices; handled the day to day administration of the Debtors' chapter 11 cases; prepared and maintained a case calendar, hearing planners and omnibus hearing agendas used by the Debtors and their professionals in these chapter 11 cases; prepared for and participated in all court hearings in these chapter 11 cases; regularly participated in meetings and telephone conferences with officers and employees of the Debtors and the Debtors' financial and other advisors regarding the foregoing as well as other operational, organizational and strategic issues arising in the cases; regularly participated in meetings and telephone conferences with professionals for the Committee, creditors and other parties in interest regarding the foregoing and various other issues arising in these cases; assisted the Debtors with the service of relevant documents on appropriate parties, and the organization of information

and document requests from various parties; handled all electronic case filing and related issues; regularly communicated with the Clerk's office, Chambers and the U.S. Trustee's office regarding various case administration issues; handled the internal coordination of motions, responses, objections and other related matters; coordinated the establishment and maintenance of a MW's telephone hotline to assist in responding to the numerous inquiries from creditors and other parties in interest that these cases have generated; and responded to garnishment requests.

26. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in the administration and prosecution of these complex chapter 11 cases.

27. Status. These matters will continue on an as needed basis until the chapter 11 cases are closed.

28. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 118.1 hours during the Application Period for a total of \$38,917.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

B. Restructuring and General Strategy.

29. Description. MW assisted with, inter alia, the preparation of SEC filings regarding confirmation of the Plan.

30. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in the administration and prosecution of these complex chapter 11 cases.

31. Status. These matters are concluded.

32. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 2.3 hours during the Application Period for a total of \$1,035.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

C. Monthly Operating Reports.

33. Description. MW assisted the Debtors and their professionals with, inter alia, the preparation of and filing of the Debtors' Monthly Operating Reports.

34. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with compliance with the Bankruptcy Code, local bankruptcy rules and the United States Trustee's guidelines.

35. Status. These matters are concluded.

36. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 1.4 hours during the Application Period for a total of \$581.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

D. Professional Retention/Fee Applications.

37. Description. Pursuant to the requirements of the Interim Compensation Order, MW prepared detailed monthly fee statements for distribution to the Notice Parties and handled inquiries from all of the professionals regarding monthly fee statements. Moreover, MW assisted with, inter alia, various issues pertaining to the retention and payment of various professionals employed by the Debtors and the Committee in connection with the Debtors' bankruptcy cases, including bankruptcy counsel, special counsel, accountants, financial advisors and ordinary course professionals; reviewed, analyzed, drafted and filed interim fee applications and notices on behalf of all of the Debtors' professionals; drafted and filed a supplemental declaration in support of MW's employment; coordinated the employment of professionals and filed pleadings on behalf of the Debtors'

professionals, including ordinary course professionals, according to the procedures established by this Court; and communicated with the Office of the United States Trustee regarding the foregoing.

38. Necessity and Benefit to the Estates. These services were necessary to comply with the Bankruptcy Code, the Interim Compensation Order and the United States Trustee's guidelines. Additionally, access to qualified professionals is critical to the Debtors' chapter 11 cases.

39. Status. These matters are concluded.

40. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 17.8 hours during the Application Period for a total of \$8,075.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

E. Creditors Committee.

41. Description. MW assisted with, inter alia, transitioning matters to counsel for the Trust.

42. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with transitioning matters to counsel for the Trust.

43. Status. The Creditors' Committee has been dissolved.

44. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 0.8 hours during the Application Period for a total of \$480.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

F. Executory Contracts.

45. Description. MW assisted with, inter alia, researching, drafting, analyzing and filing pleadings regarding the rejection of Ryan's executory contracts and the related appeal; and regularly participated in meetings and telephone conferences with the Debtors, their professionals and opposing counsel regarding the foregoing.

46. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in the Ryan appeal.

47. Status. These matters will continue as the need arises.

48. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 10.2 hours during the Application Period for a

total of \$4,751.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

G. Litigation.

49. Description. MW historically represented the Debtors in various litigation matters. MW also assisted with, inter alia, researching and drafting complaints and filing other pleadings in multiple adversary proceedings and district court appeals; conducted discovery, prepared for trial and negotiated a settlement with Active Media resulting in a \$3.1 million payment to the Debtors; corresponded with litigation parties regarding the foregoing, demand letters, settlements and related matters; and analyzed strategies and participated in meetings regarding adversary proceedings and district court appeals.

50. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with various litigation matters.

51. Status. These matters will continue as the need arises.

52. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 384.9 hours during the Application Period for a

total of \$156,802.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

H. Avoidance Actions Matters.

53. Description. MW assisted with, inter alia, the analysis, and preparation of various preference complaints and demand letters; reviewed preference analyses and researched and drafted pleadings and discovery; and regularly participated in meetings and teleconferences with the Debtors, the Debtors' professionals and defendants/demand letter recipients regarding the foregoing.

54. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in developing and implementing a strategy for recovering money for the estate.

55. Status. These matters are concluded.

56. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 356.8 hours during the Application Period for a total of \$115,560.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

I. Real Estate.

57. Description. MW historically represented the Debtors on various real estate matters and continues to handle matters related thereto. MW also assisted with, inter alia, the review, analysis and drafting of correspondence, documents and pleadings regarding disposition of real property leases and the sale of property; drafted and filed multiple pleadings and notices regarding the sale of real property; and participated in meetings and telephone conferences with the Debtors and their professionals, landlords and their counsel, and other parties in interest regarding the foregoing.

58. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in various real estate and related matters.

59. Status. These matters will continue as the need arises.

60. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 172.6 hours during the Application Period for a total of \$56,089.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

J. Tax Matters.

61. Description. MW historically represented the Debtors in connection with various tax matters, including an IRS audit, tax audit appeals and related tax matters, which are ongoing. MW also assisted with, inter alia, the review, analysis and preparation of correspondence, documents and pleadings regarding various tax matters and tax claims; participated in the analysis and researched issues regarding the Debtors' strategies regarding overall tax procedures and protocols for tax issues that impact the Debtors' estates; analyzed tax claims and objections thereto; and participated in meetings and telephone conferences with the Debtors and various taxing authorities regarding the foregoing.

62. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in connection with resolving tax related issues.

63. Status. These matters will continue as the need arises.

64. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 85.9 hours during the Application Period for a total of \$44,956.00. The complete narrative, time detail of

the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

K. Claims Administration.

65. Description. MW assisted with, inter alia, the review and analysis of and responses to numerous claimants' communications; researched, analyzed, drafted and filed multiple omnibus objections to claims and reviewed and analyzed claims regarding the foregoing; analyzed responses to omnibus claim objections, negotiated resolutions to omnibus claim objections, responded to and drafted discovery, and drafted and filed and pleadings in connection therewith; drafted and maintained a summary of the status of all adjourned claims; participated in hearings regarding claim-related matters; and participated in multiple telephone conferences and meetings with Debtors and their professionals regarding the foregoing.

66. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in developing and implementing a claims resolution strategy and responding to claimants regarding claims related issues.

67. Status. These matters will continue as the need arises.

68. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 516.4 hours during the Application Period for a total of \$206,205.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

L. Disclosure Statement and Plan.

69. Description. MW assisted with the, inter alia, the filing of the Plan and supplemental disclosure related thereto; analyzed and revised pleadings and communicated with counsel regarding plan documents; prepared for and participated in the hearing on confirmation of the Plan; analyze post-Effective Date issues; and participated in communications with the Debtors, counsel for the Creditors' Committee and other professionals and creditors regarding the foregoing.

70. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in developing and confirming a plan of liquidation and disclosure statement.

71. Status. These matters are concluded.

72. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals

expended 71.8 hours during the Application Period for a total of \$37,592.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

M. Employee Benefits/Pensions.

73. Description. MW historically represented the Debtors in connection with various employee benefit and pension matters. MW also assisted with, inter alia, the review, analysis and filing of pleadings regarding the Debtors' 401(k) plan and benefit plan.

74. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with various employee benefit matters.

75. Status. These matters will continue as the need arises.

76. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 1.0 hour during the Application Period for a total of \$526.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

N. Intellectual Property Matters.

77. Description. MW has historically represented the Debtors in connection with various trademark and intellectual property matters. In addition, MW analyzed issues and corresponded with the Debtors regarding patents and the renewal or abandonment of various trademarks.

78. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors with various intellectual property matters.

79. Status. These matters will continue as the need arises.

80. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 26.0 hours during the Application Period for a total of \$11,593.50. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

O. Schimenti Construction Litigation.

81. Description. MW assisted with the, inter alia, the review and analysis of multiple causes of action against Schimenti; negotiated a settlement with Schimenti and drafted and filed a stipulation and notice thereof; and

corresponded with the Debtors and defendant's counsel regarding the foregoing.

82. Necessity and Benefit to the Estates. These services were necessary to assist the Debtors in prosecuting litigation filed against Schimenti as well as defending the Debtors in litigation filed by Schimenti against the Debtors.

83. Status. These matters are concluded.

84. Hours Spent and Compensation Requested. In connection with the foregoing matters, MW's professionals expended 37.1 hours during the Application Period for a total of \$14,268.00. The complete narrative, time detail of the hours incurred and the value of the matter by professional is attached hereto as Exhibit E.

P. Final Fee Application.

85. Description. In accordance with Article V.B. of the Plan, MW is seeking final approval of compensation and reimbursement of actual, necessary expenses in connection with the preparation, filing, and prosecution of this Application. In addition to drafting and filing this Application, MW has assisted the Debtors' other professionals with their final fee applications and intends to file final fee applications and notices on behalf of all

of the Debtors' professionals and attend the hearing on this Application.

86. Necessity and Benefit to the Estates. These services were necessary to comply with the Bankruptcy Code, the Interim Compensation Order, the United States Trustee's guidelines and the Plan. Additionally, access to qualified professionals was critical to the Debtors' chapter 11 cases.

87. Status. These matters will be concluded after the hearing on the Application and entry of an order on the Application.

88. Hours Spent and Compensation Requested. In connection with the foregoing, MW seeks approval of compensation in connection with this matter in an amount not to exceed \$15,000, which is estimated since the time spent filing all of the Debtors' professionals' final fee applications and attending the hearing on the Application has not yet occurred. MW has submitted and will continue to submit invoices to the Trust only for actual time spent on this and any other ongoing matters. The narrative, time detail of the hours incurred through December 10, 2010, and the value of the matter by professional is attached hereto as Exhibit F.

APPLICABLE LEGAL STANDARD

89. The Bankruptcy Code sets forth the legal standards for awarding compensation to professionals employed by the debtor. The format for fee applications is set forth in the U.S. Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under section 330 of the Bankruptcy Code (the "Guidelines").

90. Under section 330 of the Bankruptcy Code, the Court may award counsel to the Debtors reasonable compensation for actual, necessary services rendered by such attorneys and paraprofessionals employed by such attorneys based on the nature, extent and value of the services rendered, time spent on such services and the cost of comparable services other than in a bankruptcy case. Furthermore, the Court may award reimbursement for actual, necessary expenses.

91. The expenses incurred by MW, as set forth herein, are reasonable and necessary charges for items including, but not limited to, photocopying, long distance telephone calls, messenger services, computer research, travel expenses, overnight mail and court fees. Photocopy charges are assessed at ten cents (\$.10) per page, which MW believes to be competitive for professional firms in this geographic

area. Some larger copy and mailing projects may have been performed at an outside copy center at a lower per page rate. In all cases, MW has passed through the costs of the outsourced copy or mailing projects to the estate without markup. MW incurred messenger service charges when such delivery was more economical or when prompt delivery was necessary in a given circumstance.

92. Under the "lodestar" approach, the Court should consider the number of hours of service reasonably devoted to the case multiplied by the attorney's reasonable rates. Courts frequently consider the specific "lodestar" factors enumerated in Johnson v. Georgia Highway Express, Inc., 488 F.2d 714 (5th Cir. 1974). These lodestar factors were adopted by the Fourth Circuit in Barber v. Kimbrells, Inc., 577 F.2d 216, 226 (4th Cir.), cert. denied, 439 U.S. 934 (1978), and in Anderson v. Morris, 658 F.2d 246, 249 (4th Cir. 1981), where the Fourth Circuit held that the district court should employ the lodestar approach, and then adjust the fee on the basis of the remaining Johnson factors in the case. The following are the Johnson factors:

- (a) the time and labor required;
- (b) the novelty and difficulty of the questions;

- (c) the skill requisite to perform the legal service properly;
- (d) the preclusion of other employment by the attorney due to acceptance of the case;
- (e) the customary fee;
- (f) whether the fee is fixed or contingent;
- (g) time limitations imposed by the client or the circumstances;
- (h) the amount involved and the results obtained;
- (i) the experience, reputation and ability of the attorneys;
- (j) the "undesirability" of the case;
- (k) the nature and length of the professional relationship with the client; and
- (l) awards in similar cases.

Johnson, 488 F.2d at 717-719; Barber, 577 F.2d at 226, n.28; Anderson, 658 F.2d at 248, n.2.

93. MW believes that the services rendered to the Debtors and the out-of-pocket expenses incurred therewith were both necessary and reasonable in view of the Debtors' obligations in these cases, and the size and complexity of these cases.

94. Moreover, MW worked closely with the Debtors' other professionals to be very efficient and avoid the duplication of services in these chapter 11 cases.

95. MW is the largest law firm in the Commonwealth of Virginia and among the largest law firms in the country, and has substantial expertise in bankruptcy, business law, tax, commercial litigation and other substantive areas, which has allowed MW to effectively and efficiently address issues arising in a national bankruptcy case. Further, the rates charged by MW are significantly less than rates charged by other law firms in comparable national chapter 11 cases and MW's rates are consistent with rates charged to other clients in non bankruptcy matters.³ MW has efficiently assisted the Debtors by employing a streamlined case management structure that generally consists of a core team with various other attorneys and paraprofessionals assigned to other discrete tasks to avoid the performance of duplicative or unnecessary work. MW believes the fees requested herein satisfy the Johnson factors as set forth above.

SUMMARY OF EXHIBITS

96. A proposed order approving the Application is attached hereto as Exhibit A.

³ Douglas M. Foley is board certified by the American Board of Certification as a specialist in the field of Business Bankruptcy Law. See 11 U.S.C. § 330(a)(3)(E).

97. Attached hereto as Exhibit B is a list of all attorneys and paraprofessionals who have worked on these cases, by name, year of admission (where applicable), hourly rate, hours expended on these cases, and total fees incurred.

98. Pursuant to the Interim Compensation Order, MW has received eighty-five percent (85%) of its monthly fees and one hundred percent (100%) of its monthly disbursements for services rendered in August, September and October 2010. In total, MW has received \$592,818.05 in fees and \$22,298.14 in disbursements during the Application Period. See Exhibit C attached hereto for a statement of those payments.

99. A summary of all actual and necessary expense disbursements is attached hereto as Exhibit D.

100. A chronological itemization of time categorized by task performed is attached hereto as Exhibit E. MW has made every effort to place all time entries in the proper service category; however, it should be noted that in some circumstances an entry could have been properly placed in more than one of the service categories. In such circumstances, MW has used its best efforts to place the time entry in the service category that represents the

primary purpose of the services rendered. Time entries do not appear in more than one service category.

NOTICE

101. Pursuant to the Interim Compensation Order, MW has served copies of the Application on the Notice Parties (as defined therein). In addition, MW has served notice of the hearing on the Application on the parties required by the Case Management Order. MW submits that no other or further notice need be given.

WAIVER OF MEMORANDUM OF LAW

102. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in this Application, the Debtors request that this Court waive the requirement that all motions be accompanied by a written memorandum of law.

NO PRIOR REQUEST

103. No prior request for the relief sought herein has been made to this Court in these bankruptcy cases. This is MW's eighth and final application for compensation and reimbursement of expenses.

WHEREFORE, MW respectfully requests that this Court enter an order, substantially in the form attached hereto as Exhibit A, (i) approving the compensation and reimbursement of expenses requested herein on a final basis, (ii) authorizing and directing the Debtors to pay such amounts, and (iii) granting MW such other and further relief as is just and proper.

Dated: December 16, 2010
Richmond, Virginia

MCGUIREWOODS LLP

/s/ Douglas M. Foley .
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Sarah B. Boehm (VSB No. 45201)
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Counsel to the Circuit City
Stores, Inc. Liquidating Trust

EXHIBIT A

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Richmond, Virginia 23219
(804) 775-1000

Counsel to the Circuit City
Stores, Inc. Liquidating Trust

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**ORDER GRANTING EIGHTH AND FINAL APPLICATION FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF MCGUIREWOODS LLP,
CO-COUNSEL TO THE DEBTORS, FOR SERVICES RENDERED
FROM AUGUST 1, 2010 THROUGH OCTOBER 31, 2010
AND FINAL APPROVAL OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES OF MCGUIREWOODS LLP FOR SERVICES RENDERED
FROM NOVEMBER 10, 2008 THROUGH JULY 31, 2010**

Upon consideration of the Eighth and Final Application
for Compensation and Reimbursement of Expenses of
McGuireWoods LLP, Co-counsel to the Debtors, for Services
Rendered from August 1, 2010 through October 31, 2010 and
Final Approval of Compensation and Reimbursement of Expenses
of McGuireWoods LLP for Services Rendered from November 10,
2008 through July 31, 2010 (the "Application"); and the

Court having reviewed the Application and the Court having determined that the relief requested in the Application is necessary and appropriate; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Application meets the requirements of the Bankruptcy Code and the compensation and reimbursement of expenses sought in the Application is both fair and reasonable. The Application is hereby approved in its entirety.

2. Compensation for the Application Period in the total amount of \$697,433.00 is hereby approved as final, and the Debtors are hereby authorized and directed to pay McGuireWoods LLP the unpaid portion of such compensation.

3. The reimbursement of expenses for the Application Period in the total amount of \$22,298.14 is hereby approved as final, and the Debtors are hereby authorized and directed to pay McGuireWoods LLP any unpaid portion of such reimbursements.

4. Compensation in the total amount of \$5,729,451.25 and reimbursement of expenses in the total amount of \$149,857.55 for services rendered by MW from November 10, 2008 through July 31, 2010 is hereby further approved as final.

5. Compensation in an actual amount not to exceed \$15,000 for services rendered by MW in connection with the preparation, filing, and prosecution of this Application, as well as assisting with and filing the Debtors' other professionals' final applications, which occurred post-Effective Date, is hereby approved as final.

6. This Court will retain jurisdiction with respect to any dispute concerning the relief granted hereunder.

Dated: Richmond, Virginia

_____, 2010

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Douglas M. Foley
Douglas M. Foley (VSB No. 34364)
Sarah B. Boehm (VSB No. 45201)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel to the Circuit City Stores, Inc. Liquidating Trust

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley

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Exhibit B

EXHIBIT B

In re Circuit City Stores, Inc., et al.
Case No. 08-35653 (Jointly Administered)

Summary of Timekeepers

Name of Applicant: McGuireWoods LLP
Role: Co-counsel to the Debtors

First Interim Application:

Fees Approved: \$896,193.25

Expenses Approved: \$37,355.52

Second Interim Application:

Fees Approved: \$706,661.50

Expenses Approved: \$9,794.66

Third Interim Application:

Fees Approved: \$757,717.00

Expenses Approved: \$25,549.27

Fourth Interim Application:

Fees Approved: \$857,682.00

Expenses Approved: \$24,808.40

Fifth Interim Application:

Fees Approved: \$715,884.50

Expenses Approved: \$20,263.11

Sixth Interim Application:

Fees Approved: \$886,018.50

Expenses Approved: \$16,496.35

Seventh Interim Application:

Fees Approved: \$ 909,294.50

Expenses Approved: \$15,590.24

Eighth and Final Application:

Fees Requested: \$651,766.50

Expenses Requested: \$22,298.14

Summary of Timekeepers

<u>Attorneys</u>	<u>Year</u> <u>Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Abrams, Kenneth W.	2009	\$ 270.00	28.2 \$	7,614.00
Ashcroft, Erin Q.	2007	\$ 330.00	80.5 \$	26,565.00
Bell, Craig D.	1983	\$ 570.00	54.2 \$	30,894.00
Blanks, Daniel F.	2002	\$ 415.00	377.4 \$	156,621.00
Boehm, Sarah B.	2000	\$ 495.00	215.8 \$	106,821.00
Drescher, Cullen A.	2009	\$ 325.00	5.3 \$	1,722.50
Foley, Douglas M.	1992	\$ 600.00	182.5 \$	109,500.00
Gunlock, Matthew T.	2006	\$ 320.00	154.2 \$	49,344.00
Kiekhofer, William H.	1980	\$ 650.00	0.2 \$	130.00
Metjahic, Safet	2005	\$ 475.00	18.8 \$	8,930.00
O'Brien, Kevin J.	2009	\$ 290.00	22.5 \$	6,525.00
Owens, LaTisha S.	1997	\$ 450.00	2.3 \$	1,035.00
Scott, Lori Michelle	2003	\$ 335.00	48.1 \$	16,113.50
Smith, Douglas B.	2006	\$ 320.00	1.9 \$	608.00
Stark, Bryan A.	2007	\$ 335.00	386.1 \$	129,343.50
ATTORNEY TOTALS:			1578.0 \$	651,766.50

EXHIBIT BParaprofessionals

	Summary of Timekeepers		
Cain, Karen B.	5.6	\$	7,654.00
Carney, Robert Scott	1.0	\$	250.00
Gokey, Kymberleigh B.	0.6	\$	105.00
Morgan, Doris L.	4.8	\$	720.00
Neilson, Linda J.	174.6	\$	34,920.00
Simonelli, James J.	1.5	\$	337.50
Wigton, Martha Lynn	7.0	\$	1,680.00

PARAPROFESSIONAL TOTALS:	225.1	\$	45,666.50
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TOTALS:	1803.1	\$	697,433.00
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BLENDED HOURLY RATE:	\$	386.80
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Exhibit C

EXHIBIT C

Summary of Monthly Fee Statements

Period Covered	Total Fees Incurred	Total Fees Requested Pursuant to Interim Compensation Order	Fees Paid	Holdback	Total Expenses Incurred	Total Expenses Requested Pursuant to Interim Compensation Order	Expenses Paid	Holdback
August 1, 2010	\$326,359.00	\$277,405.15	\$277,405.15	\$48,953.85	\$12,808.40	\$12,808.40	\$12,808.40	\$0.00
August 31, 2010								
September 1, 2010	\$239,997.00	\$203,997.45	\$203,997.45	\$35,999.55	\$8,324.93	\$8,324.93	\$8,324.93	\$0.00
September 30, 2010								
October 1, 2010	\$131,077.00	\$111,415.45	\$111,415.45	\$19,661.55	\$1,164.81	\$1,164.81	\$1,164.81	\$0.00
October 31, 2010								
TOTALS:	\$697,433.00	\$592,818.05	\$592,818.05	\$104,614.95	\$22,298.14	\$22,298.14	\$22,298.14	\$0.00

Exhibit D

Summary of Expenses

<u>Disbursement</u>	<u>Amount</u>
Copy Charges	\$799.60
Overnight Delivery	\$287.69
Telephone and Teleconference Charges	\$766.31
Computer Research	\$115.44
Working Meals	\$2,642.89
Travel	\$12,050.31
Court Costs	<u>\$5,635.90</u>
TOTAL:	\$22,298.14

Exhibit E



Douglas M. Foley
(804) 775-1150

One James Center
901 East Cary Street
Richmond, Virginia 23219-4030

September 17, 2010

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91287235

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$136,394.16
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:	
Current Fees:	\$326,359.00
Current Disbursements:	<u>\$12,808.40</u>
Current Invoice Total:	<u>\$339,167.40</u>

Total Balance Due:	<u>\$475,561.56</u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Douglas M. Foley
(804) 775-1150

One James Center
901 East Cary Street
Richmond, Virginia 23219-4030

September 17, 2010

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

Bill Through: 08/31/10

INVOICE NO. 91287235

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration

Our File No.	2055557-0010
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

08/02/10	Finalize and file multiple affidavits of service and e-mails regarding same (.4); review entered orders and e-mails regarding service of same (.3)		
	Sarah B. Boehm	.70 hours at 495.00 per hour.	\$346.50
08/02/10	Prepare response to G. Etherly regarding damaged TV		
	Linda J. Neilson	.20 hours at 200.00 per hour.	\$40.00
08/02/10	E-mail to professionals regarding omnibus hearing transcript		
	Karen B. Cain	.40 hours at 215.00 per hour.	\$86.00
08/03/10	Review agenda and prepare for omnibus hearing on August 5th		
	Douglas M. Foley	1.20 hours at 600.00 per hour.	\$720.00

Circuit City Stores Inc
File Number: 2055557
Invoice No. 91287235

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September 17, 2010

08/03/10	Analyze request for employee records and e-mails with K. Bradshaw regarding affidavit of no records (.3); telephone call from counsel and e-mails with district attorney regarding restitution payments (.4) Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
08/03/10	Review, organize and response to requests for garnishments and subpoenas Linda J. Neilson 1.50 hours at 200.00 per hour.	\$300.00
08/03/10	Work on professional binders for omnibus hearing (1.9); e-mail to and from professionals regarding status of filings (.2) Karen B. Cain 2.10 hours at 215.00 per hour.	\$451.50
08/04/10	Prepare for and attend omnibus hearings relating to various matters, including sale of DR1 and matters relating to plan and disclosure statement Douglas M. Foley 1.90 hours at 600.00 per hour.	\$1,140.00
08/04/10	Assist in preparation for omnibus hearing Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
08/04/10	Review and organize garnishment and subpoena requests Linda J. Neilson 1.60 hours at 200.00 per hour.	\$320.00
08/05/10	Finalize and file multiple affidavits of service in main case, adversary proceedings and district court and e-mails regarding same Sarah B. Boehm .50 hours at 495.00 per hour.	\$247.50
08/05/10	Organize and prepare research binders (2.7); prepare responses to garnishment and subpoena requests (.8) Linda J. Neilson 3.50 hours at 200.00 per hour.	\$700.00
08/06/10	Analyze entered orders and e-mails regarding service of same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
08/09/10	Research orders on motions to seal and e-mail with debtors' professionals and counsel to creditors' committee regarding same Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
08/10/10	Review and organize requests for garnishments and subpoenas Linda J. Neilson 1.20 hours at 200.00 per hour.	\$240.00

Circuit City Stores Inc
File Number: 2055557
Invoice No. 91287235

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08/11/10	Review and file affidavits of service Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
08/13/10	Prepare Exhibit A to 8/23/10 hearing agenda Linda J. Neilson 1.40 hours at 200.00 per hour.	\$280.00
08/16/10	Prepare and circulate Exhibit A to 8/23/10 hearing agenda Linda J. Neilson 1.00 hours at 200.00 per hour.	\$200.00
08/17/10	Review, organize and prepare responses to requests for garnishments and subpoenas (1.4); review, revise and circulate exhibit a to hearing agenda for comments (.6) Linda J. Neilson 2.00 hours at 200.00 per hour.	\$400.00
08/18/10	Review and revise agenda for August 23rd hearing date and e-mails with debtors' professionals and creditors' lawyers regarding same (1.7); e-mails regarding status of hearing of matters on August 23rd, including Quebecor (.3) Douglas M. Foley 2.00 hours at 600.00 per hour.	\$1,200.00
08/18/10	Analyze agenda and e-mails regarding status of various matters Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
08/18/10	Review and prepare suggestion of bankruptcy and prepare responses to other requests for garnishments (1.2); review and revise 8/23/10 hearing agenda (.8) Linda J. Neilson 2.00 hours at 200.00 per hour.	\$400.00
08/19/10	Revise and circulate 8/23/10 hearing agenda and Exhibit A Linda J. Neilson 1.40 hours at 200.00 per hour.	\$280.00
08/20/10	Review, file and arrange for service of omnibus hearing agenda Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
08/20/10	Review, revise and circulate 8/23/10 hearing agenda and Exhibit A for filing Linda J. Neilson 1.80 hours at 200.00 per hour.	\$360.00
08/23/10	Prepare for and participate in omnibus hearing regarding various motions and resolved matters Sarah B. Boehm .50 hours at 495.00 per hour.	\$247.50

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September 17, 2010

08/23/10	Revise and circulate Exhibit A to 8/31/10 hearing agenda Linda J. Neilson .60 hours at 200.00 per hour.	\$120.00
08/23/10	Assist with omnibus hearing preparations Karen B. Cain .90 hours at 215.00 per hour.	\$193.50
08/25/10	Begin review of August 31st hearing agenda items and matters Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
08/25/10	Finalize and file multiple affidavits of service and e-mails regarding same (.3); multiple e-mails regarding additional omnibus hearing dates (.4) Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
08/25/10	Review, revise and respond to garnishment requests Linda J. Neilson 1.20 hours at 200.00 per hour.	\$240.00
08/26/10	Review and revise 8/31/10 hearing agenda and Exhibit A Linda J. Neilson 1.60 hours at 200.00 per hour.	\$320.00
08/27/10	E-mails regarding finalization of agenda for August 31st hearing date and e-mails with debtors' professionals and client regarding same Douglas M. Foley .80 hours at 600.00 per hour.	\$480.00
08/27/10	Analyze and revise agenda and multiple calls and e-mails regarding status of multiple matters Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
08/27/10	Review, revise and file proposed agenda and e-mails with parties regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
08/27/10	Review, revise and circulate 8/31/10 hearing agenda and Exhibit A for filing (1.5); prepare documents for 8/31/10 hearing (.8); review and prepare responses to garnishments and subpoena (1.2) Linda J. Neilson 3.50 hours at 200.00 per hour.	\$700.00
08/29/10	Prepare documents for 8/31/10 omnibus hearing Linda J. Neilson .50 hours at 200.00 per hour.	\$100.00

Circuit City Stores Inc
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September 17, 2010

08/30/10 Review agenda and prepare for omnibus hearings
on August 31st, including Tennessee late claim
matter and summary judgment with respect to
Mitsubishi
Douglas M. Foley 1.90 hours at 600.00 per hour. \$1,140.00

08/30/10 Multiple calls and e-mails regarding status of
adjourned motions
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

08/30/10 Review, organize and respond to garnishment and
subpoena requests
Linda J. Neilson 2.60 hours at 200.00 per hour. \$520.00

08/31/10 Prepare for and attend omnibus hearing
regarding various matters, including claim
objections and litigation proceedings
Douglas M. Foley 4.30 hours at 600.00 per hour. \$2,580.00

08/31/10 Revise and submit orders regarding motions
granted at omnibus hearing and multiple e-mails
regarding same (.4); draft notice of additional
omnibus hearing dates and e-mails regarding
same (.5)
Sarah B. Boehm .90 hours at 495.00 per hour. \$445.50

08/31/10 Review, organize and prepare responses to
garnishments and subpoenas
Linda J. Neilson 1.00 hours at 200.00 per hour. \$200.00

08/31/10 Prepare case law binders (1.9); work on omnibus
hearing binder updates (.7); assist with
omnibus hearing documents and preparations
(3.6)
Karen B. Cain 6.20 hours at 215.00 per hour. \$1,333.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	12.5	\$7,500.00
Sarah B. Boehm	\$495.00	5.3	\$2,623.50
Daniel F. Blanks	\$415.00	0.9	\$373.50
Bryan A. Stark	\$335.00	2.2	\$737.00
Karen B. Cain	\$215.00	9.6	\$2,064.00
Linda J. Neilson	\$200.00	28.6	\$5,720.00
TOTAL FEES		59.1	\$19,018.00

Re: Monthly Operating Reports

Our File No. 2055557-0060
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

Circuit City Stores Inc
File Number: 2055557
Invoice No. 91287235

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08/13/10 Review, analyze and file monthly operating
report
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	0.5	\$207.50
TOTAL FEES		0.5	\$207.50

Re: Professional Retention/Fee Applications

Our File No. 2055557-0070
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

08/03/10 E-mails with Crowe Horwath regarding U.S.
Trustee's office and fee applications (.2);
e-mails to and from KPMG regarding supplemental
application (.1)
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

08/05/10 Analyze KPMG retention order, finalize and file
KPMG supplemental declaration, revise and file
certificate of service and multiple e-mails
regarding same
Sarah B. Boehm .90 hours at 495.00 per hour. \$445.50

08/06/10 Analyze and revise monthly fee statement
Sarah B. Boehm 1.20 hours at 495.00 per hour. \$594.00

08/24/10 Finalize monthly fee statement, draft
correspondence and e-mails regarding same
Sarah B. Boehm .60 hours at 495.00 per hour. \$297.00

08/31/10 Analyze issues and e-mails regarding Crowe fee
application and e-mail to all professionals
regarding upcoming interim fee application
deadline
Sarah B. Boehm .50 hours at 495.00 per hour. \$247.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	3.5	\$1,732.50
TOTAL FEES		3.5	\$1,732.50

Re: Executory Contracts

Our File No. 2055557-0140
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

Circuit City Stores Inc
File Number: 2055557
Invoice No. 91287235

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08/03/10 Several telephone conferences and e-mails with committee counsel and client regarding Ryan dispute and possible resolution of same (.9); e-mails with debtors' representatives relating to Hawaii excise tax and calls with debtors' professionals regarding same (.6)
Douglas M. Foley 1.50 hours at 600.00 per hour. \$900.00

08/05/10 E-mails regarding Hawaii tax and Ryan contract and review proposal regarding same and e-mails with committee professionals regarding same
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

08/17/10 E-mails and telephone conference with J. McDonald regarding status of appeal and e-mails with Ryan and review docket and e-mails regarding same
Daniel F. Blanks .90 hours at 415.00 per hour. \$373.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	2.8	\$1,680.00
Daniel F. Blanks	\$415.00	0.9	\$373.50
		<u>3.7</u>	<u>\$2,053.50</u>

TOTAL FEES

3.7

\$2,053.50

Re: Litigation

Our File No.	2055557-0150
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

08/01/10 Continue revise deposition outline and review and analyze issues regarding same and review and analyze documents, pleadings, and other materials regarding same
Daniel F. Blanks 3.40 hours at 415.00 per hour. \$1,411.00

08/02/10 E-mails regarding Sharp adversary proceeding and Active Media depositions and analyze issues regarding same (1.0); review pleadings relating to motion for partial summary judgment on Mitsubishi matter (.9)
Douglas M. Foley 1.90 hours at 600.00 per hour. \$1,140.00

Circuit City Stores Inc
File Number: 2055557
Invoice No. 91287235

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September 17, 2010

08/02/10	Analyze, revise, finalize and file motion for summary judgment, brief in support and notice of hearing regarding Mitsubishi new value defense and multiple e-mails regarding same		
	Sarah B. Boehm 2.40 hours at 495.00 per hour.		\$1,188.00
08/02/10	E-mails and correspondence regarding subpoenas and other items		
	Daniel F. Blanks .50 hours at 415.00 per hour.		\$207.50
08/02/10	Prepare for and review documents, charts, and other documents regarding Active discovery and other items and prepare for depositions and other items regarding same		
	Daniel F. Blanks 6.60 hours at 415.00 per hour.		\$2,739.00
08/02/10	Arrange meeting with defendant's counsel regarding adversary proceeding (.5); revise stipulation and agreed order dismissing adversary proceeding and submit for entry (.3); review summary judgment pleadings, local rules, and case management order regarding deadlines and timing of filing motions for summary judgment (.6); correspond with debtors' professionals regarding same (.2); research case law and forward for review (.5); draft notice for summary judgment motion to be filed (.4)		
	Bryan A. Stark 2.50 hours at 335.00 per hour.		\$837.50
08/02/10	Prepare documents for Active Media depositions		
	Linda J. Neilson 4.20 hours at 200.00 per hour.		\$840.00
08/03/10	Review memorandum in support of motion for summary judgment on Mitsubishi and analyze issues regarding same (1.2); e-mails regarding preparation for and review documents regarding preparation for depositions on Active Media (1.2); e-mails regarding settlement of Signature adversary proceeding (.6)		
	Douglas M. Foley 3.00 hours at 600.00 per hour.		\$1,800.00
08/03/10	Continue preparation for depositions and review and analyze documents and other materials regarding same and draft and revise deposition outlines regarding same and preparations for depositions regarding same and travel to New York regarding same		
	Daniel F. Blanks 7.20 hours at 415.00 per hour.		\$2,988.00

Circuit City Stores Inc
File Number: 2055557
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September 17, 2010

08/03/10	Correspond with counsel to defendant regarding dismissal of adversary proceeding Bryan A. Stark .20 hours at 335.00 per hour.	\$67.00
08/03/10	Prepare documents regarding depositions in Active litigation Linda J. Neilson .20 hours at 200.00 per hour.	\$40.00
08/04/10	Prepare for and participate in deposition on Active Media depositions (3.6); review preliminary draft of transcript of depositions and prepare for Active Media depositions and review documents regarding same for August 4th omnibus hearing (.9) Douglas M. Foley 4.50 hours at 600.00 per hour.	\$2,700.00
08/04/10	Participate in depositions via telephone, review documents and conferences with client regarding Active litigation Sarah B. Boehm 2.40 hours at 495.00 per hour.	\$1,188.00
08/04/10	Prepare for and take depositions of Active and review and analyze documents and other items regarding same Daniel F. Blanks 8.50 hours at 415.00 per hour.	\$3,527.50
08/04/10	Review and analyze defendant's responses and documentation to outstanding issues (1.4); correspond with debtors' professionals and counsel to defendant regarding meeting to discuss litigation (.5) Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
08/04/10	Assist with deposition and exhibits James J. Simonelli 1.00 hours at 225.00 per hour.	\$225.00
08/05/10	Prepare for and participate in 30(b)(6) depositions of Active Media representatives (3.2); review materials and prepare for meeting with Sharp professionals regarding adversary proceeding, accounts receivable and preference analysis (1.8) Douglas M. Foley 5.00 hours at 600.00 per hour.	\$3,000.00
08/05/10	Conference regarding Active depositions and multiple calls and e-mails regarding same Sarah B. Boehm 1.10 hours at 495.00 per hour.	\$544.50

Circuit City Stores Inc
File Number: 2055557
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08/05/10	Continue preparation and participation in depositions and review and analyze documents and other materials regarding same and travel from New York Daniel F. Blanks 5.80 hours at 415.00 per hour.	\$2,407.00
08/05/10	Review documentation and prepare for conference call with counsel to defendant (3.2); draft memorandum summarizing outstanding issues in adversary proceeding (1.1); discuss same with debtors' professionals in anticipation of conference call (.6); conference call regarding adversary proceeding (1.4) Bryan A. Stark 6.30 hours at 335.00 per hour.	\$2,110.50
08/05/10	Assist with deposition, photocopy and organize exhibits James J. Simonelli .50 hours at 225.00 per hour.	\$112.50
08/06/10	E-mails regarding depositions and review of transcripts regarding Active Media litigation and analyze issues regarding same Douglas M. Foley 2.30 hours at 600.00 per hour.	\$1,380.00
08/06/10	Research regarding fraudulent conveyances and analyze issues regarding same Sarah B. Boehm .90 hours at 495.00 per hour.	\$445.50
08/06/10	E-mails regarding Active litigation and analyze issues regarding same and research issues regarding same Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
08/06/10	Research issues regarding fraudulent transfers Lori Michelle Scott 4.00 hours at 335.00 per hour.	\$1,340.00
08/08/10	Review transcripts from depositions and prepare for expert depositions and clients and analyze issues regarding same Douglas M. Foley 4.50 hours at 600.00 per hour.	\$2,700.00
08/08/10	Continue preparation for depositions and review material regarding same and conference with K. Regan regarding same Daniel F. Blanks 2.20 hours at 415.00 per hour.	\$913.00
08/09/10	Prepare for and attend deposition of expert witnesses and meetings with clients to prepare for witnesses depositions on Tuesday Douglas M. Foley 8.50 hours at 600.00 per hour.	\$5,100.00

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08/09/10	Conference regarding Active depositions, witness preparation, review documents, analyze issues and strategy and multiple calls regarding same (5.4); analyze and revise stipulation resolving adversary proceeding and e-mails regarding same (.4) Sarah B. Boehm 5.80 hours at 495.00 per hour.	\$2,871.00
08/09/10	Continue preparation for depositions and participation regarding same and review and analyze documents, pleadings, charts, and other materials regarding same and research regarding same and preparation of deponents regarding same Daniel F. Blanks 8.20 hours at 415.00 per hour.	\$3,403.00
08/09/10	Research various issues regarding defendant's preference defenses (1.6); correspond with debtor and debtors' professionals regarding scheduling of telephone call with defendant (.4); research ordinary course of business defenses under BAPCPA (1.6) Bryan A. Stark 3.60 hours at 335.00 per hour.	\$1,206.00
08/09/10	Prepare deposition summary of M. Burns in Active litigation Linda J. Neilson 2.60 hours at 200.00 per hour.	\$520.00
08/09/10	Assist with depositions and preparation Karen B. Cain 5.10 hours at 215.00 per hour.	\$1,096.50
08/10/10	Prepare for and defend depositions of client relating to Active Media litigation and analyze issues and review documents regarding same Douglas M. Foley 6.90 hours at 600.00 per hour.	\$4,140.00
08/10/10	Conference regarding Active depositions, witness preparation, review documents, analyze issues and strategy and multiple calls regarding same (5.8); analyze and revise discovery and e-mails regarding same (.6) Sarah B. Boehm 6.40 hours at 495.00 per hour.	\$3,168.00
08/10/10	Prepare for and participate in depositions of H. Ferguson and B. Fose regarding Active litigation and research multiple issues regarding same and review and analyze multiple documents and other items regarding same Daniel F. Blanks 7.50 hours at 415.00 per hour.	\$3,112.50

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08/10/10	Telephone calls regarding workers' compensation case pending in Connecticut (.7); correspond with debtor and other parties regarding same (.6); review notes from conference call regarding adversary proceeding and defenses to accounts receivables and summarize same (1.2)		
	Bryan A. Stark 2.50 hours at 335.00 per hour.		\$837.50
08/11/10	Analyze complaint and answer, revise discovery and e-mails regarding same		
	Sarah B. Boehm .60 hours at 495.00 per hour.		\$297.00
08/11/10	Continue analyze litigation and research issues regarding same and review and analyze documents, pleadings, charts, and other materials regarding same		
	Daniel F. Blanks 2.20 hours at 415.00 per hour.		\$913.00
08/11/10	Draft discovery for adversary proceeding and update with comments from debtors' professionals (3.0); correspond with debtor regarding adversary proceeding (.2)		
	Bryan A. Stark 3.20 hours at 335.00 per hour.		\$1,072.00
08/11/10	Prepare documents for Active litigation		
	Linda J. Neilson 1.10 hours at 200.00 per hour.		\$220.00
08/11/10	Analyze preference analysis calculations		
	Karen B. Cain .70 hours at 215.00 per hour.		\$150.50
08/12/10	E-mails regarding Sharp's discovery preparation and submission		
	Douglas M. Foley .30 hours at 600.00 per hour.		\$180.00
08/12/10	Analyze preference cases and e-mails regarding same		
	Sarah B. Boehm .70 hours at 495.00 per hour.		\$346.50
08/12/10	Continue attention to Active litigation and research issues regarding preference and review and analyze claims, pleadings, charts, and other materials regarding same		
	Daniel F. Blanks 3.50 hours at 415.00 per hour.		\$1,452.50

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08/12/10 Review documentation and prepare for telephone call with debtor regarding outstanding litigation issues (.7); telephone call with debtor regarding outstanding litigation issues (1.6); draft order dismissing count of adversary proceeding and submit to court (.4); finalize discovery requests and serve on defendant (.7)
Bryan A. Stark 3.40 hours at 335.00 per hour. \$1,139.00

08/12/10 Prepare documents for Active litigation
Linda J. Neilson 2.20 hours at 200.00 per hour. \$440.00

08/13/10 Continue attention to Active and review and analyze documents, pleadings, charts, and other information regarding same and research issues regarding same
Daniel F. Blanks 2.50 hours at 415.00 per hour. \$1,037.50

08/13/10 Correspond with debtors' professionals regarding discovery and setoff issues (.6); correspond with debtor regarding similar issues (.3)
Bryan A. Stark .90 hours at 335.00 per hour. \$301.50

08/13/10 Review ordinary course preference analysis
Karen B. Cain 2.70 hours at 215.00 per hour. \$580.50

08/16/10 Continue review of preparation for Active trial and review documents and deposition transcripts regarding same and analyze legal issues and potential settlement strategies
Douglas M. Foley 2.40 hours at 600.00 per hour. \$1,440.00

08/16/10 Continue attention to Active litigation and Sharp and analyze issues regarding same and review and analyze claims, pleadings, charts, and other materials regarding same
Daniel F. Blanks 1.70 hours at 415.00 per hour. \$705.50

08/16/10 Prepare for and participate in conference call with counsel to defendants regarding litigation (1.8); follow-up on issues relating to same (.4)
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

08/17/10 Continue review and preparation materials for Active Media litigation, including exhibits and deposition transcripts and preference analysis and prepare for and participate in conference with opposing counsel regarding same and

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potential parameters of settlement options (2.9); e-mails and review debtors' Rule 26(a)(1) initial disclosures (.6); telephone conferences and e-mails with B. Stark regarding status of Sharp litigation and preference analysis and potential objections to proof of claim (.9)
Douglas M. Foley 4.40 hours at 600.00 per hour. \$2,640.00

08/17/10 E-mails and telephone conferences with debtors' professionals regarding discovery and related issues regarding adversary proceedings (.6); continue attention to Active and Sharp and review and analyze documents and pleadings regarding same and research issues regarding same
Daniel F. Blanks 2.50 hours at 415.00 per hour. \$1,037.50

08/17/10 Telephone call with debtors' professionals regarding adversary proceeding (.6); prepare for and follow-up issues regarding same (1.0); review and analyze initial disclosures and correspond with debtors' professionals regarding same (.6)
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

08/17/10 Retrieve and organize documents for Active litigation matter
Linda J. Neilson 2.30 hours at 200.00 per hour. \$460.00

08/18/10 Analyze issues relating to Sharp adversary proceeding complaint in preparation for meeting on August 19th and potential settlement strategy
Douglas M. Foley 1.20 hours at 600.00 per hour. \$720.00

08/18/10 Review documents, charts, and other materials regarding exhibits for Active trial and analyze issues regarding same and telephone conferences with client regarding same
Daniel F. Blanks 4.10 hours at 415.00 per hour. \$1,701.50

08/18/10 Review documentation and analysis and have conference call with debtor and debtors' professionals regarding adversary proceeding (1.2); follow-up review and telephone call (.7); telephone call with counsel to defendant regarding same (.7); correspond with parties to lawsuit and arrange for conference call (.5)
Bryan A. Stark 3.10 hours at 335.00 per hour. \$1,038.50

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08/19/10	Continue review documents and other items and prepare exhibit lists and other materials for Active, research preference and other issues and analyze defenses and other items Daniel F. Blanks 4.80 hours at 415.00 per hour.	\$1,992.00
08/19/10	Research issues regarding settlements (.9); review documentation and analysis regarding same (.5) Bryan A. Stark 1.40 hours at 335.00 per hour.	\$469.00
08/19/10	Prepare plaintiff's exhibit list and exhibits for Active litigation Linda J. Neilson 2.10 hours at 200.00 per hour.	\$420.00
08/20/10	Several e-mails with client and analyze issues regarding discovery, trial preparation, and possible settlement of Active and Sharp litigation Douglas M. Foley 2.90 hours at 600.00 per hour.	\$1,740.00
08/20/10	Continue review and analyze documents, pleadings, charts and other materials regarding Active and prepare exhibits, exhibit lists and other items regarding same and multiple e-mails and telephone conferences with client regarding same Daniel F. Blanks 6.80 hours at 415.00 per hour.	\$2,822.00
08/20/10	Draft settlement e-mail for adversary proceeding and revise accordingly (1.2); correspond with debtors and debtors' professionals regarding same (.5); review and analyze updated preference analysis for adversary proceeding (.4); correspond with debtors and debtors' professionals regarding same (.7) Bryan A. Stark 2.80 hours at 335.00 per hour.	\$938.00
08/20/10	Review documents and prepare exhibit list for trial Linda J. Neilson 2.60 hours at 200.00 per hour.	\$520.00
08/22/10	Review and analyze updated preference analysis from debtors' professionals Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
08/23/10	E-mails regarding Active Media trial strategy and potential settlement parameters Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00

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08/23/10	Continue attention to Active litigation and analyze issues regarding same Daniel F. Blanks 1.60 hours at 415.00 per hour.	\$664.00
08/23/10	Modify chart and e-mail same to defendant and counsel (.4); e-mail debtors' professionals regarding expert disclosures (.2) Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
08/23/10	Review and prepare exhibits for trial Linda J. Neilson 1.50 hours at 200.00 per hour.	\$300.00
08/24/10	E-mails and analysis regarding Sharp Electronics exposure and trial litigation strategy and potential settlement parameters (.9); begin review of pleadings for Mitsubishi adversary proceeding and response to motion for summary judgment and replies (.6) Douglas M. Foley 1.50 hours at 600.00 per hour.	\$900.00
08/24/10	Analyze issues and strategy regarding various litigation matters and analyze documents regarding same Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00
08/24/10	Attention to Active media litigation and continue review exhibits and exhibit lists and draft statement of undisputed facts Daniel F. Blanks 5.30 hours at 415.00 per hour.	\$2,199.50
08/24/10	Research district court appeal docket (.3); status of filings to professionals (.1) Karen B. Cain .40 hours at 215.00 per hour.	\$86.00
08/25/10	E-mails regarding various pieces of potential settlement relating to Active litigation and barter credits valuation (.7); e-mails regarding Sharp Electronics status and potential conference call with respect to details of accounts receivable (.4) Douglas M. Foley 1.10 hours at 600.00 per hour.	\$660.00
08/25/10	Analyze issues and documents regarding Active litigation and multiple calls and e-mails regarding same Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
08/25/10	Attention to Active Media and continue preparation of exhibit lists and exhibits and stipulation of undisputed facts Daniel F. Blanks 4.20 hours at 415.00 per hour.	\$1,743.00

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08/25/10	Research issues regarding adversary proceedings and follow-up with debtors regarding same (.8); correspond with debtors' professionals, creditors, and counsel to creditors regarding demand letters and research same (.9) Bryan A. Stark 1.70 hours at 335.00 per hour.	\$569.50
08/25/10	Review and revise plaintiff's exhibit list and prepare documents regarding same Linda J. Neilson 1.10 hours at 200.00 per hour.	\$220.00
08/26/10	E-mails regarding Active Media potential settlement and analyze issues regarding same Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
08/26/10	Analyze issues and strategy regarding multiple litigation matters and status of various settlement negotiations Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
08/26/10	Attention to Active Media and multiple telephone conferences and e-mails with counsel regarding settlement and strategies regarding same and continue reviewing documents regarding trial and preparation of exhibits, exhibit lists, and stipulation of undisputed facts Daniel F. Blanks 3.20 hours at 415.00 per hour.	\$1,328.00
08/26/10	Telephone call with counsel to defendant (.5); follow-up regarding same (.4) Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
08/27/10	E-mails regarding Mitsubishi brief and reply brief and review same for filing (.6); several e-mails with clients regarding status of Active Media settlement negotiations (.6) Douglas M. Foley 1.20 hours at 600.00 per hour.	\$720.00
08/27/10	Multiple calls and e-mails regarding various litigation matters Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
08/27/10	Multiple telephone conferences and e-mails with Active regarding settlement and multiple telephone conferences and e-mails with client regarding same and analyze settlement, claims, and other data and analyze strategies regarding same and continue draft stipulation of undisputed facts and review materials regarding same Daniel F. Blanks 5.20 hours at 415.00 per hour.	\$2,158.00

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08/27/10	Prepare witness list for trial (.4); retrieve, review and revise exhibit list for trial (.8) Linda J. Neilson 1.20 hours at 200.00 per hour.	\$240.00
08/29/10	Analyze and revise documents and analyze issues regarding Active litigation and settlement Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00
08/29/10	E-mails and telephone conferences with client and debtors' professionals regarding Active settlement and analyze issues regarding same and strategies Daniel F. Blanks .70 hours at 415.00 per hour.	\$290.50
08/29/10	Analyze correspondence and e-mail with debtors' professionals regarding status of adversary proceedings Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
08/29/10	Review and revise exhibit list and prepare documents regarding same Linda J. Neilson .50 hours at 200.00 per hour.	\$100.00
08/30/10	Several e-mails regarding status of settlement and finalization of same relating to Active Media Douglas M. Foley 2.50 hours at 600.00 per hour.	\$1,500.00
08/30/10	Analyze issues and pleadings regarding various litigation matters and stipulations resolving same Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50
08/30/10	E-mails and telephone conferences with parties regarding Active settlement Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
08/30/10	Research and correspond with debtors' professionals and counsel to defendant regarding litigation issues Bryan A. Stark 1.60 hours at 335.00 per hour.	\$536.00
08/31/10	Numerous e-mails and telephone conferences with debtors' professionals and client and creditors' professionals regarding documentation of settlements of claims and reconciliation of account receivables and preference analysis (2.4); e-mails regarding status of Sharp litigation and Schimenti settlement agreement (.7) Douglas M. Foley 3.10 hours at 600.00 per hour.	\$1,860.00

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08/31/10 Analyze settlement offer and research related issues (.9); correspond with parties regarding conference call (.5)
Bryan A. Stark 1.40 hours at 335.00 per hour. \$469.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	58.6	\$35,160.00
Sarah B. Boehm	\$495.00	24.9	\$12,325.50
Daniel F. Blanks	\$415.00	100.3	\$41,624.50
Bryan A. Stark	\$335.00	43.4	\$14,539.00
Lori Michelle Scott	\$335.00	4.0	\$1,340.00
James J. Simonelli	\$225.00	1.5	\$337.50
Karen B. Cain	\$215.00	8.9	\$1,913.50
Linda J. Neilson	\$200.00	21.6	\$4,320.00
TOTAL FEES		263.2	\$111,560.00

Re: Avoidance Actions

Our File No. 2055557-0160
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

08/02/10 Correspond with debtors' professionals regarding issues related to preference defenses (.7); review draft summary judgment motion on same issue (.7); correspond with Signature counsel regarding settlement (.4); review documentation provided regarding same (.4)
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

08/03/10 Review draft demand letter for preferential transfers (.3); telephone calls with counsel to Signature regarding offer to settle and other issues (.4); research issues related to same and other settlement agreements (.6); summarize settlement offer and e-mail same to debtor (.5); correspond with debtors' and debtors' professionals regarding settlement and counteroffer (.4)
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

08/04/10 Correspond with debtor and debtors' professionals regarding settlement offers (.3); review finalized settlements and issues relating to settlement offers (1.1)
Bryan A. Stark 1.40 hours at 335.00 per hour. \$469.00

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08/05/10	Review and revise draft settlement agreement (1.2); correspond with debtors' professionals regarding preference issues and research (.3) Bryan A. Stark 1.50 hours at 335.00 per hour.	\$502.50
08/09/10	Finalize draft settlement agreement and forward to debtor for review and approval Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
08/10/10	Telephone call with counsel regarding demand letter (.3); research demand letters for potential recipients and research other issues (.9); finalize and forward settlement agreement to defendant's counsel (.7) Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
08/11/10	Review preference analysis and research various preference issues (2.8); conference call with defendant regarding preference issues (.8); follow-up on issues from same (.7) Bryan A. Stark 3.30 hours at 335.00 per hour.	\$1,105.50
08/12/10	Telephone call regarding preference issues (.8); review preference research and analysis and follow-up research on same (1.0) Bryan A. Stark 1.80 hours at 335.00 per hour.	\$603.00
08/13/10	Analyze issues and e-mails regarding avoidance actions Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
08/17/10	Conference call with debtor regarding preference issues and analysis (1.2); follow-up with issues from same (.5); review defendant's preference chart and correspond with counsel to defendant regarding various issues (.7) Bryan A. Stark 2.40 hours at 335.00 per hour.	\$804.00
08/18/10	Telephone call with debtors' professionals regarding various preference analyses and other issues (1.0); review preference chart and discuss disparities with counsel to defendant (.7) Bryan A. Stark 1.70 hours at 335.00 per hour.	\$569.50
08/22/10	Analyze issues and prepare for litigation meeting Sarah B. Boehm .50 hours at 495.00 per hour.	\$247.50

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08/23/10 Prepare for and participate in meeting with client regarding litigation, analyze documents and strategy regarding same
Sarah B. Boehm 6.70 hours at 495.00 per hour. \$3,316.50

08/23/10 Prepare for and participate in meeting with client regarding avoidance action and other related issues and research issues regarding same and review and analyze documents, pleadings, charts, and other materials regarding same
Daniel F. Blanks 7.30 hours at 415.00 per hour. \$3,029.50

08/30/10 Telephone call with counsel to preference defendant (.4); review changes to draft settlement agreement and incorporate same (.6); research claims issues and transfer of claims issues (.9); correspond with debtors' professionals and transferee regarding same (.8)
Bryan A. Stark 2.70 hours at 335.00 per hour. \$904.50

08/31/10 Prepare for and participate in conference with client regarding avoidance action litigation
Sarah B. Boehm 1.10 hours at 495.00 per hour. \$544.50

08/31/10 Continue meeting with client and debtors' professionals regarding avoidance actions and review materials regarding same
Daniel F. Blanks 1.20 hours at 415.00 per hour. \$498.00

08/31/10 Research preference issues and telephone call with counsel to transferee
Bryan A. Stark 1.10 hours at 335.00 per hour. \$368.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	8.6	\$4,257.00
Daniel F. Blanks	\$415.00	8.5	\$3,527.50
Bryan A. Stark	\$335.00	22.7	\$7,604.50
TOTAL FEES		39.8	\$15,389.00

Re: Real Estate
Our File No. 2055557-0180
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

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08/01/10 Sarasota, FL - E-mail correspondence with
bankruptcy counsel regarding due diligence
period (.3); review purchase agreement
regarding due diligence (.3)
Matthew T. Gunlock .60 hours at 320.00 per hour. \$192.00

08/03/10 DR1 - Telephone call with M. Pruitt (.3);
review purchase agreement and sale motion (.8)
Matthew T. Gunlock 1.10 hours at 320.00 per hour. \$352.00

08/03/10 Sarasota, FL - Telephone call with purchaser's
broker (.5); telephone call with bankruptcy
counsel (.3); revise purchaser's title
commitment and tax issues (.8)
Matthew T. Gunlock 1.60 hours at 320.00 per hour. \$512.00

08/04/10 Analyze issues and e-mails regarding Marion
abandonment (.3); finalize and submit order on
sale of DR1 and e-mails regarding same (.4)
Sarah B. Boehm .70 hours at 495.00 per hour. \$346.50

08/04/10 Sarasota, FL - Conference with J. Avallone
Matthew T. Gunlock .20 hours at 320.00 per hour. \$64.00

08/05/10 DR1 - Review and revise closing documents
(1.2); review purchase agreement regarding
representations and warranties with respect to
leases and assignment thereof (.3); review
ground leases to be assigned (1.1)
Matthew T. Gunlock 2.60 hours at 320.00 per hour. \$832.00

08/07/10 Sarasota, FL - E-mail correspondence with
bankruptcy counsel (.5); e-mail correspondence
with purchaser's attorney (.7); review purchase
agreement (.3); review correspondence from
purchaser's attorney (.2); e-mail
correspondence with K. Bradshaw (.3); prepare
amendment to purchase agreement (1.0)
Matthew T. Gunlock 3.00 hours at 320.00 per hour. \$960.00

08/07/10 DR1 - Telephone call with M. Pruitt (.2);
e-mail correspondence with bankruptcy counsel
(.3); review purchase agreement regarding sale
order (.3); review sale order regarding leases
(.7)
Matthew T. Gunlock 1.50 hours at 320.00 per hour. \$480.00

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08/08/10 DR1 - E-mail correspondence with purchaser's counsel (.3); conference with E. Pittman (.6); review purchase agreement regarding legal description of property to be conveyed (.5); review purchase agreement regarding conveyances and representations/warranties (.6)
Matthew T. Gunlock 2.00 hours at 320.00 per hour. \$640.00

08/09/10 DR1 - E-mail correspondence with bankruptcy counsel (.5); review sale order (.5); revise draft closing documents to reference sale order (.6); transmit draft closing documents to M. Pruitt (.1); e-mail correspondence with K. Bradshaw (.2); e-mail correspondence with J. Avallone (.2); review Children's discovery lease (.4)
Matthew T. Gunlock 2.50 hours at 320.00 per hour. \$800.00

08/11/10 DR1 - Review company materials regarding ground leases
Matthew T. Gunlock 1.40 hours at 320.00 per hour. \$448.00

08/13/10 E-mails and telephone conferences with counsel for landlords relating to potential timing of distribution of general unsecured claims
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

08/14/10 DR1 - E-mail correspondence with J. Avallone (.5); e-mail correspondence with bankruptcy counsel (.5); telephone call and e-mail correspondence with M. Pruitt (.5); e-mail correspondence with purchaser's counsel (.2); review title commitment (1.2); review survey description and survey (1.1)
Matthew T. Gunlock 4.00 hours at 320.00 per hour. \$1,280.00

08/15/10 Sarasota, FL - E-mail correspondence with bankruptcy counsel (.3); telephone call and e-mail correspondence with purchaser's counsel regarding sale motion (.6); review sale motion (.6)
Matthew T. Gunlock 1.50 hours at 320.00 per hour. \$480.00

08/15/10 DR1 - E-mail correspondence with purchaser's counsel (.3); review additional property description (.6); review survey (.7)
Matthew T. Gunlock 1.60 hours at 320.00 per hour. \$512.00

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08/16/10 Sarasota, FL - E-mail correspondence with
bankruptcy counsel (.3); telephone call and
e-mail correspondence with purchaser's counsel
(.5); review purchaser's counsel (.5); review
purchase agreement review due diligence period
and closing (.6)
Matthew T. Gunlock 1.40 hours at 320.00 per hour. \$448.00

08/16/10 DR1 - E-mail correspondence with purchaser's
counsel (.5); review purchaser's comments to
closing documents (1.3); review title
commitment (1.3); review title company's
closing documents (1.5)
Matthew T. Gunlock 4.50 hours at 320.00 per hour. \$1,440.00

08/18/10 Review pleadings relating to sale of Sarasota
property and for filing
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

08/18/10 Review and proof motion to sell real estate
(.7); draft notice for same (.3); e-mail and
correspond with debtors' professionals
regarding same (.3); finalize, file and arrange
for service (.4)
Bryan A. Stark 1.70 hours at 335.00 per hour. \$569.50

08/19/10 DR1 - Review and markup form of owner's
affidavit (.8); e-mail correspondence with
title company (.1); e-mail correspondence with
purchaser's counsel (.4); review and revise
closing documents and transmit revised drafts
of same (2.2)
Matthew T. Gunlock 3.50 hours at 320.00 per hour. \$1,120.00

08/20/10 DR1 - E-mail correspondence with purchaser's
counsel (1.6); review legal description and
title commitment (.9); review revised owner's
affidavit and prepare comments thereto (.8);
e-mail correspondence with K. Bradshaw (.3);
negotiate closing documents (1.8); prepare
quitclaim deed (.6); e-mail correspondence with
title company regarding closing documents (.8);
revise closing documents (1.4)
Matthew T. Gunlock 8.20 hours at 320.00 per hour. \$2,624.00

08/22/10 Analyze issues and telephone conference
regarding Raleigh property
Sarah B. Boehm .60 hours at 495.00 per hour. \$297.00

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08/23/10 DR1 - E-mail correspondence with K. Bradshaw (.6); review title commitment, purchase agreement and real property records regarding real estate taxes (1.7); e-mail correspondence with title company (.6); review sale order (.4); telephone call and e-mail correspondence with bankruptcy counsel (.5); revise closing documents and transmit revised drafts of same (1.3); review case management order (.3); e-mail with purchaser's counsel (.3); e-mail correspondence with escrow agent (.2)
Matthew T. Gunlock 5.90 hours at 320.00 per hour. \$1,888.00

08/24/10 DR1 - E-mail correspondence with purchaser's counsel (1.7); e-mail correspondence with escrow agent (.6); e-mail correspondence with title company (1.4); review declaration of covenants (.7); e-mail correspondence with J. Avallone (.2); review settlement statement (.8); further revise closing documents and transmit same (2.2); e-mail correspondence with K. Bradshaw (.3); prepare escrow instruction letter (.8); review purchase agreement in connection with review of settlement statement (.6)
Matthew T. Gunlock 9.30 hours at 320.00 per hour. \$2,976.00

08/25/10 E-mails and telephone conferences with parties regarding real estate in Raleigh and possible sale transaction or conveyance
Daniel F. Blanks .80 hours at 415.00 per hour. \$332.00

08/25/10 DR1 - E-mail correspondence with title company (2.5); revise closing documents numerous times to address comments from purchaser's counsel and title company (3.8); revise and transmit escrow instruction letter (.3); telephone call and e-mail correspondence with purchaser's counsel (2.7); prepare comments to settlement statement (.6); review revised drafts of settlement statement (.6); e-mail correspondence with bankruptcy counsel (.5); prepare execution versions of closing documents and coordinate execution of same (1.1); e-mail correspondence with K. Bradshaw (.6); review purchase agreement regarding escrow fees and recordation matters (.6); e-mail correspondence

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with J. Avallone (.2); review DJM invoice (.1);
review comments to closing documents from title
company (1.1); e-mail correspondence with
escrow agent (.2); review survey (1.8);
transmit executed escrow letter (.1)
Matthew T. Gunlock 16.80 hours at 320.00 per hour. \$5,376.00

08/25/10 DRI - Examine multiple versions of settlement
statement and revise assignment of leases for
recording
Martha Lynn Wigton 1.50 hours at 240.00 per hour. \$360.00

08/26/10 DR1 - E-mail correspondence with M. Smithson
and K. Bradshaw (.5); review executed
settlement statements (.2); transmit executed
settlement statement to title company (.1);
review fully-executed closing documents (.5);
coordinate miscellaneous closing matters (2.5);
telephone call and e-mail correspondence with
purchaser's counsel (1.2); e-mail
correspondence with title company (1.3);
prepare closing file (1.9)
Matthew T. Gunlock 8.20 hours at 320.00 per hour. \$2,624.00

08/30/10 E-mails and analysis regarding resolution of
CarMax complaint
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

08/31/10 Several e-mails regarding CarMax complaint and
resolution of same
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

08/31/10 Raleigh, NC - Review complaint and
correspondence regarding proposed property
transfer
Matthew T. Gunlock 2.40 hours at 320.00 per hour. \$768.00

08/31/10 Telephone call with party regarding interest in
property
Bryan A. Stark .20 hours at 335.00 per hour. \$67.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	2.7	\$1,620.00
Sarah B. Boehm	\$495.00	1.3	\$643.50
Daniel F. Blanks	\$415.00	0.8	\$332.00
Bryan A. Stark	\$335.00	1.9	\$636.50
Matthew T. Gunlock	\$320.00	83.8	\$26,816.00
Martha Lynn Wigton	\$240.00	1.5	\$360.00
TOTAL FEES		92.0	\$30,408.00

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Re: Tax Matters

Our File No. 2055557-0240
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

08/02/10	Continue address tax issues and strategies and resolve claims regarding same and revise stipulations regarding same Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
08/03/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties and review and analyze claims, charts, and other documents regarding same and stipulations regarding same Daniel F. Blanks 1.60 hours at 415.00 per hour.	\$664.00
08/03/10	Continue resolution of tax claims and review and analyze claims, charts, and other materials and draft and revise stipulations regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
08/04/10	Review SLB IRS and client documents to assist with analysis on tax refund claim Craig D. Bell 1.70 hours at 570.00 per hour.	\$969.00
08/04/10	Review and analyze tax issues and review stipulations regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
08/06/10	E-mails and analysis regarding Hawaii tax issue and Ryan contract Douglas M. Foley 1.20 hours at 600.00 per hour.	\$720.00
08/16/10	E-mails with B. Akerly and telephone conference with client regarding analysis and status of issues regarding Hawaii tax refund and potential settlement with Ryan regarding re-engagement at lower percentage fee Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
08/16/10	Review commentary and analysis on clients SLB transaction TAM and read relevant legal authorities Craig D. Bell 1.40 hours at 570.00 per hour.	\$798.00

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08/16/10	Continue resolution of tax claims and e-mails with parties regarding same and draft stipulations and review claims and charts regarding same Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
08/19/10	E-mails and analysis regarding unresolved tax claims and timing of same for plan confirmation and status of California unclaimed property tax and status of issues in Hawaii regarding Ryan Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
08/19/10	Continue resolution of tax claims and e-mails with committee regarding same and draft and revise stipulations and correspondence with parties regarding same Daniel F. Blanks 2.30 hours at 415.00 per hour.	\$954.50
08/23/10	Continue resolution of tax claims and e-mails with committee and taxing authorities regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
08/24/10	Attention to SLB tax issue IRS documents, audit papers, and IRS positions as to potential tax refund proceeding Craig D. Bell 3.70 hours at 570.00 per hour.	\$2,109.00
08/24/10	Attention to tax claims and review and analyze claims, pleadings, charts, and other materials regarding same and e-mails with committee regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
08/25/10	Review SLB transaction documents and audit workpapers from IRS audit Craig D. Bell 2.90 hours at 570.00 per hour.	\$1,653.00
08/26/10	Research on characterization of TIA in SLB transaction for tax refund claim Craig D. Bell 2.70 hours at 570.00 per hour.	\$1,539.00
08/27/10	E-mails with tax department regarding tax refunds and related issues Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00
08/30/10	E-mails regarding status of Ryan issues and Hawaii tax matter and e-mails regarding U.S. Customs surety bond and Safeco bond and tax claims Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00

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08/30/10 Attention to multiple IRS tax claims raised by
IRS counsel and D. Blanks (1.8); review
documents from employment tax audits (1.6);
review e-mail and document provided by clients
tax representative (.3)
Craig D. Bell 3.70 hours at 570.00 per hour. \$2,109.00

08/31/10 E-mails regarding status of Ryan issues and
Hawaii tax procedure (.6); e-mails regarding
Safeco bond and U.S. Customs claim issues
regarding plan objection (.4)
Douglas M. Foley 1.00 hours at 600.00 per hour. \$600.00

08/31/10 Meeting with client tax representative (.8);
attention to several federal tax issues raised
by client (3.4)
Craig D. Bell 4.20 hours at 570.00 per hour. \$2,394.00

08/31/10 Meetings with tax department regarding
objections to confirmation and resolution of
tax issues
Daniel F. Blanks .70 hours at 415.00 per hour. \$290.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	4.9	\$2,940.00
Craig D. Bell	\$570.00	20.3	\$11,571.00
Daniel F. Blanks	\$415.00	11.5	\$4,772.50
TOTAL FEES		36.7	\$19,283.50

Re: Claims Administration

Our File No. 2055557-0250
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

08/01/10 Draft Omni 37 stipulations resolving multiple
claims
Erin Q. Ashcroft .40 hours at 330.00 per hour. \$132.00

08/02/10 Continue claim objection resolutions, analyze
claims and documents, revise adjourned claims
chart, finalize and file pleadings regarding
claims and multiple calls and e-mails regarding
same (3.6); e-mails regarding status of claim
orders and entry of same (.3)
Sarah B. Boehm 3.90 hours at 495.00 per hour. \$1,930.50

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08/02/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same	Daniel F. Blanks 1.60 hours at 415.00 per hour.	\$664.00
08/02/10	Correspond with counsel to claimants regarding resolution of omnibus objection	Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
08/02/10	Revise Omni 37 stipulations (.9); revise Chase objections (.9); e-mail with taxing authorities regarding settlement of claims (.5)	Erin Q. Ashcroft 2.30 hours at 330.00 per hour.	\$759.00
08/02/10	Review and revise tracking charts for omnibus objections (1.0); retrieve and organize new omnibus objections (.8)	Linda J. Neilson 1.80 hours at 200.00 per hour.	\$360.00
08/03/10	Review unresolved claim objection chart and status of same	Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
08/03/10	Draft, finalize and file notice and stipulation regarding Lewisville tax claims, analyze and revise multiple tax stipulations and e-mails regarding same, analyze issues and e-mails regarding payment of tax claims (1.2); continue claim objection resolutions, analyze claims and pleadings, review and revise adjourned chart, review stipulations, and multiple calls and e-mails regarding same (2.9)	Sarah B. Boehm 4.10 hours at 495.00 per hour.	\$2,029.50
08/03/10	Review docket for objections to notices of settlement (.2); draft, finalize and file notice of hearing on merits for omnibus objection to claim (.4); review draft demand letters regarding adjustments to claims and other issues (.5); review draft settlement agreement and forward to parties for review and execution (.6); correspond with counsel regarding outstanding issues related to same (.4)	Bryan A. Stark 2.10 hours at 335.00 per hour.	\$703.50

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08/03/10	Meeting with debtors professionals regarding payment of 2009 taxes (.3); telephone conference with J. Owens regarding Alicia claim (.1); research regarding recovery of attorneys fees for rejected contract (.6) Erin Q. Ashcroft 1.00 hours at 330.00 per hour.	\$330.00
08/03/10	Review and revise tracking charts for omnibus objections Linda J. Neilson .70 hours at 200.00 per hour.	\$140.00
08/04/10	E-mails and telephone conferences with creditor's counsel regarding claim objections and unresolved claims and timing of confirmation Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
08/04/10	Continue claim objection resolutions, analyze claims and pleadings, review stipulations, analyze claim issues in preparation for omnibus hearing and conference with D. Foley regarding same, and multiple calls and e-mails regarding claim matters Sarah B. Boehm 1.70 hours at 495.00 per hour.	\$841.50
08/04/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and research issues regarding same and review and analyze claims, documents, charts, and other items regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
08/04/10	Correspond with counsel to claimants regarding draft settlement and issues relating to same (.6); review and revise settlement agreement (.3) Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
08/04/10	Review and revise omnibus objection tracking charts Linda J. Neilson 1.60 hours at 200.00 per hour.	\$320.00
08/05/10	Continue claim objection resolutions, analyze documents, claims and pleadings, review and revise charts, draft and revise stipulations, and multiple calls and e-mails regarding claim matters Sarah B. Boehm 3.70 hours at 495.00 per hour.	\$1,831.50

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08/05/10	Continue resolution of claims and e-mails and telephone conferences with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same	Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00
08/05/10	Review and revise tracking charts for omnibus objections	Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
08/06/10	Continue claim objection resolutions, analyze Omni 79 responses and claims, draft summaries, revise claims chart, review and revise stipulations and notices, and multiple calls and e-mails regarding claim matters	Sarah B. Boehm 5.70 hours at 495.00 per hour.	\$2,821.50
08/06/10	Continue resolution of claims and e-mails and telephone conferences with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same	Daniel F. Blanks 1.80 hours at 415.00 per hour.	\$747.00
08/06/10	Review and revise notice of settlement, finalize settlement agreement, file and arrange for service of same (.8); correspond with counsel to creditors regarding same (.3)	Bryan A. Stark 1.10 hours at 335.00 per hour.	\$368.50
08/08/10	Continue resolution of claims and review and analyze claims, pleadings, charts, and other materials regarding same and e-mails with parties regarding same and draft stipulations regarding same	Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
08/08/10	Research regarding recovery on quantum meruit claim where express contract exists	Erin Q. Ashcroft .50 hours at 330.00 per hour.	\$165.00
08/09/10	Continue claim objection resolutions, analyze claims and documents, review and revise stipulations and notices, multiple calls and e-mails regarding claim matters	Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50

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08/09/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other documents regarding same	Daniel F. Blanks 2.10 hours at 415.00 per hour.	\$871.50
08/09/10	E-mails with debtors professionals regarding resolution of outstanding claims	Erin Q. Ashcroft .40 hours at 330.00 per hour.	\$132.00
08/09/10	Telephone conference with taxing authorities regarding resolving Omni 37 claims (.2); revise stipulation with payment language (.2)	Erin Q. Ashcroft .40 hours at 330.00 per hour.	\$132.00
08/09/10	Review and revise tracking charts for omnibus hearings	Linda J. Neilson 1.70 hours at 200.00 per hour.	\$340.00
08/10/10	Continue claim objection resolutions, analyze and revise claim stipulations, analyze and revise claim objection, research regarding attorneys' fees, and multiple calls regarding claim matters	Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50
08/10/10	Continue resolution of claims and e-mails and telephone conferences with parties regarding same and review and analyze claims, pleadings, charts, and other items regarding same and research issues regarding same	Daniel F. Blanks 2.10 hours at 415.00 per hour.	\$871.50
08/10/10	E-mails, telephone call to, telephone call from taxing authorities regarding resolution of tax claims (.4); review settlement agreements (.2)	Erin Q. Ashcroft .60 hours at 330.00 per hour.	\$198.00
08/10/10	Review and revise tracking charts for omnibus objections	Linda J. Neilson 1.70 hours at 200.00 per hour.	\$340.00
08/11/10	Continue claim objection resolutions, analyze claims, pleadings and documents, research claim issues, draft supplemental brief regarding late claim objection, revise claims chart, review stipulations, and multiple calls and e-mails regarding claim matters	Sarah B. Boehm 6.20 hours at 495.00 per hour.	\$3,069.00

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08/11/10 Draft and revise Chase claim objection, research issues regarding same and review contract and other materials regarding same (1.1); continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same and draft stipulations regarding same (4.3)
Daniel F. Blanks 5.40 hours at 415.00 per hour. \$2,241.00

08/11/10 Review claims registry and correspond with debtors' professionals regarding disallowance of claims (.4); review docket and correspond with debtors' professionals regarding settlement agreements (.3); correspond with creditor regarding unsecured claims and research issues relating to same (.6)
Bryan A. Stark 1.30 hours at 335.00 per hour. \$435.50

08/11/10 Telephone call to and from taxing authorities regarding settlement of claim (.1); meeting with debtors professionals regarding claim objections and attorneys fees (.2)
Erin Q. Ashcroft .30 hours at 330.00 per hour. \$99.00

08/11/10 Review and revise tracking charts for omnibus objections
Linda J. Neilson 1.10 hours at 200.00 per hour. \$220.00

08/12/10 Several e-mails and telephone conferences with creditor's lawyers regarding status of plan confirmation potential distribution rate and additional disclosures made in recent filings (1.3); e-mails regarding potential settlement with various creditors including Fuji (.4); e-mails regarding status of various research projects on preferences and ordinary course defense and e-mails regarding same (.4)
Douglas M. Foley 2.10 hours at 600.00 per hour. \$1,260.00

08/12/10 Draft, finalize and submit claim objection order, analyze issues, strategy and pleadings regarding late claims, research regarding informal proofs of claim and late claims, continue claim objection resolutions, analyze pleadings and claims, revise claims chart and multiple calls and e-mails regarding claim matters.
Sarah B. Boehm 6.60 hours at 495.00 per hour. \$3,267.00

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08/12/10	Research issues regarding late claims and Site A and Tennessee and review analyze claims, pleadings, and other materials regarding same (1.5); continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same (3.2); revise Chase claim objection and research issues regarding same (.9)		
	Daniel F. Blanks	5.60 hours at 415.00 per hour.	\$2,324.00
08/12/10	Review proof of claim and correspond with the debtor regarding objection to same		
	Bryan A. Stark	.70 hours at 335.00 per hour.	\$234.50
08/12/10	Meeting with debtors professionals regarding revision of claims objections (.2); revise objections (.2); draft Ada claim objection (.4)		
	Erin Q. Ashcroft	.80 hours at 330.00 per hour.	\$264.00
08/12/10	Review and revise tracking charts for omnibus objections		
	Linda J. Neilson	.90 hours at 200.00 per hour.	\$180.00
08/13/10	Numerous e-mails and telephone conferences with debtor's professionals, client and creditors' lawyers relating to settlements of various claims including offsets and preference liability (1.2); e-mails with client and debtors' professionals regarding strategy relating to a deadline for filing claims for avoidance actions (.4)		
	Douglas M. Foley	1.60 hours at 600.00 per hour.	\$960.00
08/13/10	Continue to analyze issues, strategy and pleadings regarding late claims, continue claim objection resolutions, analyze pleadings and claims, multiple telephone conferences with insurance companies and draft correspondence regarding personal injury claims, revise claims chart and multiple calls and e-mails regarding claim matters		
	Sarah B. Boehm	6.40 hours at 495.00 per hour.	\$3,168.00

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08/13/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other documents regarding same and research issues regarding same
Daniel F. Blanks 3.40 hours at 415.00 per hour. \$1,411.00

08/13/10 Review files and correspond with the debtors' professionals regarding orders on omnibus objections (.6); meet with the debtors' professionals regarding claims issues to address next week (.8)
Bryan A. Stark 1.40 hours at 335.00 per hour. \$469.00

08/13/10 Analyze stipulations and draft list of tax claims for payment (37th omni)
Linda J. Neilson .60 hours at 200.00 per hour. \$120.00

08/16/10 Analyze various claim matters and documents and multiple e-mails regarding same
Sarah B. Boehm 1.10 hours at 495.00 per hour. \$544.50

08/16/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same and draft stipulations regarding same
Daniel F. Blanks 4.50 hours at 415.00 per hour. \$1,867.50

08/16/10 Telephone call with counsel to claimant regarding omnibus objection (.4); research claim and follow-up regarding same (.5); review orders entered by the Court and arrange for service (.3)
Bryan A. Stark 1.20 hours at 335.00 per hour. \$402.00

08/16/10 Meeting with debtors professionals regarding revision of claims objections
Erin Q. Ashcroft .30 hours at 330.00 per hour. \$99.00

08/16/10 Review and revise tracking charts for omnibus objections
Linda J. Neilson .90 hours at 200.00 per hour. \$180.00

08/17/10 Analyze documents, issues and e-mails regarding claim matters
Sarah B. Boehm .90 hours at 495.00 per hour. \$445.50

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08/17/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same and draft stipulations regarding same	Daniel F. Blanks 3.40 hours at 415.00 per hour.	\$1,411.00
08/17/10	Review notices of settlement and correspond with the debtors' professionals regarding the same	Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
08/17/10	Meeting with debtors professionals regarding claim objections and Omni 37 settlements (.5); revise Omni 37 stipulation to include payment terms (1.2)	Erin Q. Ashcroft 1.70 hours at 330.00 per hour.	\$561.00
08/18/10	Begin review of unresolved claim objections status chart updates	Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
08/18/10	Continue claim objection resolutions, analyze issues and documents and multiple calls and e-mails regarding same	Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50
08/18/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and research issues regarding same and review and analyze claims, pleadings, charts, and other materials regarding same	Daniel F. Blanks 2.20 hours at 415.00 per hour.	\$913.00
08/18/10	Review proof of claim and telephone call regarding omnibus objection (.8); research claims registry and call claimant regarding omnibus hearing (.4)	Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
08/18/10	Meeting with debtors professionals regarding Omni 37 claims (.3); e-mail with taxing authorities regarding Omni 37 settlements (.4)	Erin Q. Ashcroft .70 hours at 330.00 per hour.	\$231.00
08/18/10	Review and prepare stipulation resolving claims	Linda J. Neilson 1.00 hours at 200.00 per hour.	\$200.00

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08/19/10 E-mails regarding status of Quebecor claim (.2); e-mail with R. Clifford regarding Export Development Canada claims and pending objections (.2); telephone conference with creditors' counsel regarding status of timing of response to pending claim objections and possible resolutions of same (.7)
Douglas M. Foley 1.10 hours at 600.00 per hour. \$660.00

08/19/10 Analyze and revise agenda and exhibit regarding all omnibus claim objection matters, review claim charts and e-mails regarding same (1.9); continue claim objection resolutions and multiple calls and e-mails regarding same (.5)
Sarah B. Boehm 2.40 hours at 495.00 per hour. \$1,188.00

08/19/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same
Daniel F. Blanks 1.30 hours at 415.00 per hour. \$539.50

08/19/10 Review claims registry, objections, and notes regarding objection to claim (.8); telephone calls with claimant regarding same (.4); review and analyze documentation regarding reduction to proof of claim and draft e-mail regarding the same (1.8); review, finalize and file notice of settlement and arrange for service (.6)
Bryan A. Stark 3.60 hours at 335.00 per hour. \$1,206.00

08/19/10 Meeting with debtors professionals regarding resolving Omni 37 claimants objections (.9); draft e-mail regarding early payment on Omni 37 2009 claims (.6); e-mail and telephone conferences with taxing authorities regarding settlement of claims (.4)
Erin Q. Ashcroft 1.90 hours at 330.00 per hour. \$627.00

08/19/10 Review and revise multiple settlement agreements and stipulations (1.5); revise and circulate chart for 37th omni stips (.8)
Linda J. Neilson 2.30 hours at 200.00 per hour. \$460.00

08/20/10 Review unresolved claims chart and meeting with debtors professionals regarding same and analyze issues regarding same
Douglas M. Foley 2.60 hours at 600.00 per hour. \$1,560.00

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08/20/10	Continue claim objection resolutions and prepare for and participate in telephone conference regarding claims, analyze documents and e-mails regarding same (1.6); analyze and revise agenda and exhibits regarding claim objection status hearings and e-mails regarding same (.4)		
	Sarah B. Boehm	2.00 hours at 495.00 per hour.	\$990.00
08/20/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding claims and review and analyze claims, pleadings, charts, and other documents regarding same and draft stipulations and other materials regarding same		
	Daniel F. Blanks	3.10 hours at 415.00 per hour.	\$1,286.50
08/20/10	Prepare for and participate in conference call regarding omnibus objections (2.4); follow-up issues regarding the same (.4); review and file brief in support of objection to claim (.5); correspond with the debtors' professionals regarding same (.2); finalize and forward draft settlement agreement to debtors (.6)		
	Bryan A. Stark	4.10 hours at 335.00 per hour.	\$1,373.50
08/20/10	Meeting with debtors professionals regarding status of all claims and document admission in Active litigation (2.0); revise Omni 37 stipulations (1.5)		
	Erin Q. Ashcroft	3.50 hours at 330.00 per hour.	\$1,155.00
08/20/10	Review and revise tracking charts for omnibus objections		
	Linda J. Neilson	2.40 hours at 200.00 per hour.	\$480.00
08/21/10	Draft multiple tax claim		
	Erin Q. Ashcroft	2.70 hours at 330.00 per hour.	\$891.00
08/22/10	Analyze issues and e-mails regarding status of various claim matters		
	Sarah B. Boehm	.40 hours at 495.00 per hour.	\$198.00
08/22/10	Draft discovery requests to J. Eiser (2.0); draft objections to Ada, Alison and Chase Bank claims (1.0)		
	Erin Q. Ashcroft	3.00 hours at 330.00 per hour.	\$990.00

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08/23/10	Telephone conference with client and debtors' professionals regarding strategy relating to upcoming deadline for potential commencement of avoidance actions and strategy dealing with pending issues and claims Douglas M. Foley 1.40 hours at 600.00 per hour.	\$840.00
08/23/10	Prepare for and participate in omnibus hearing regarding claim status hearings and analyze documents and charts regarding same Sarah B. Boehm 1.20 hours at 495.00 per hour.	\$594.00
08/23/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
08/23/10	Revise stipulation regarding Omni 37 (1.1); draft notices for filing and stipulations for Omni 37 (.8); e-mail and telephone conferences with taxing authorities regarding settlement of Omni 37 claims (.7); meeting with debtors professionals regarding same Erin Q. Ashcroft 2.90 hours at 330.00 per hour.	\$957.00
08/23/10	Review and revise tracking charts for omnibus objections Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
08/24/10	Review DEC for call regarding update on status of various matters pending in wind down liquidation Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
08/24/10	Continue claim objection resolutions, analyze documents, claims and charts, draft and revise settlement stipulations and multiple calls and e-mails regarding claim matters Sarah B. Boehm 6.30 hours at 495.00 per hour.	\$3,118.50
08/24/10	Continue resolution of claims and multiple telephone conferences and e-mails with claimants and client regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same and draft stipulations regarding same Daniel F. Blanks 3.60 hours at 415.00 per hour.	\$1,494.00

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08/24/10	Draft and revise Omni 37 stipulations (1.9); revise stipulation notice and file (1.1); draft Chase objections and research NY case law (1.5) Erin Q. Ashcroft 4.50 hours at 330.00 per hour.	\$1,485.00
08/24/10	Review and revise documents regarding 37th omnibus objection (1.3); review and revise tracking charts for omnibus objections (.9) Linda J. Neilson 2.20 hours at 200.00 per hour.	\$440.00
08/25/10	E-mails regarding potential settlement of various claims and e-mails with debtors' professionals and creditors' professionals regarding same Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
08/25/10	Continue claim objection resolutions, analyze claims, pleadings and documents, draft, review and revise claim orders, stipulations and notices, update claims charts and multiple calls and e-mails regarding claim matters Sarah B. Boehm 6.10 hours at 495.00 per hour.	\$3,019.50
08/25/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and draft and file stipulations and notices regarding same Daniel F. Blanks 3.40 hours at 415.00 per hour.	\$1,411.00
08/25/10	Draft Chase objections (.6); draft Alicia objections (.7); draft multiple claim stipulations (.8); draft stipulation notices and file same (2.1) Erin Q. Ashcroft 4.20 hours at 330.00 per hour.	\$1,386.00
08/25/10	Review and revise omnibus objections charts Linda J. Neilson .80 hours at 200.00 per hour.	\$160.00
08/26/10	Analyze and revise agenda regarding new omnibus claim objections and e-mails regarding status of various claim matters Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00

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08/26/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and draft and file stipulations and notices regarding same
Daniel F. Blanks 5.70 hours at 415.00 per hour. \$2,365.50

08/26/10 Telephone conference and e-mail with taxing authorities regarding settlement of Omni 37 (.9); meeting with debtors professionals regarding Omni 37 claims (.3); review Omni 37 stipulations (.3)
Erin Q. Ashcroft 1.50 hours at 330.00 per hour. \$495.00

08/26/10 Review and revise tracking charts for omnibus objections
Linda J. Neilson .90 hours at 200.00 per hour. \$180.00

08/27/10 Analyze and revise agenda regarding status of various claim matters, review documents and proposed stipulations, continue claim objection resolutions and multiple calls and e-mails regarding various claim matters
Sarah B. Boehm 1.60 hours at 495.00 per hour. \$792.00

08/27/10 Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and draft and file stipulations and notices regarding same (2.2); review, revise, and file reply regarding Mitsubishi (.5)
Daniel F. Blanks 2.70 hours at 415.00 per hour. \$1,120.50

08/27/10 E-mail and telephone conferences with taxing authorities regarding settlement of Omni 37 (.4); draft multiple stipulations resolving claims plan objections (1.5); draft notices and file (.5)
Erin Q. Ashcroft 2.40 hours at 330.00 per hour. \$792.00

08/27/10 Prepare 80th and 81st omni responses binders (1.4); review and revise tracking charts for omnibus objections (.9)
Linda J. Neilson 2.30 hours at 200.00 per hour. \$460.00

08/29/10 E-mails with parties regarding late claim issues and strategies
Daniel F. Blanks 1.10 hours at 415.00 per hour. \$456.50

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08/30/10 Review claims tracking chart for omnibus claim
objection responses
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

08/30/10 Continue claim objection resolutions, analyze
documents and claims, draft and revise
stipulations and settlement agreements, update
claims charts, prepare for hearing on merits
regarding late claims and initial status
conferences on Omnis 80 and 81 and multiple
calls and e-mails regarding claim matters
Sarah B. Boehm 5.60 hours at 495.00 per hour. \$2,772.00

08/30/10 Continued resolution of claims and multiple
telephone conferences and e-mails with parties
regarding same and review and analyze claims,
pleadings, charts, and other materials
regarding same and draft and file stipulations
and notices regarding same
Daniel F. Blanks 5.30 hours at 415.00 per hour. \$2,199.50

08/30/10 Research issues regarding excusable neglect and
claims (1.8); meet with debtors' professionals
regarding same (.4); telephone call with
counsel to claimant subject to objection (.3);
follow-up with the debtors' professionals (.2);
review e-mails regarding settlement issues (.2)
Bryan A. Stark 2.90 hours at 335.00 per hour. \$971.50

08/30/10 E-mail with taxing authorities regarding Omni
37 and Omni 59 (.4); draft notice for Aden
County (.5)
Erin Q. Ashcroft .50 hours at 330.00 per hour. \$165.00

08/30/10 Review and revise tracking charts for omnibus
objections
Linda J. Neilson 1.40 hours at 200.00 per hour. \$280.00

08/31/10 Prepare for and participate in omnibus hearing
regarding claim objection status conference and
hearing on merits regarding Tennessee's late
claim and conference with client regarding same
(2.9); draft notice, revise, finalize and file
claim stipulation and multiple e-mails
regarding same (.7); draft order disallowing
claims and e-mails regarding same (.4);
continue claim objection resolutions, analyze
issues and strategy regarding claim matters,
conference with client and multiple calls and
e-mails regarding claim matters (.8)
Sarah B. Boehm 4.80 hours at 495.00 per hour. \$2,376.00

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08/31/10	Review and revise tracking charts for omnibus objections			
	Linda J. Neilson	.70 hours at	200.00 per hour.	\$140.00

TOTAL FEES	243.1	\$98,519.00
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McGuireWoods Contact Douglas M. Foley

08/01/10	Review, revised disclosures and updated plan documents and e-mails and telephone conferences with debtors' professionals regarding same	Douglas M. Foley	3.90 hours at	600.00 per hour.	\$2,340.00
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08/02/10	Several telephone conferences with debtors' professionals, client board, and creditors committee regarding open issues and edits to plan and related documents and updated disclosure	Douglas M. Foley	3.20 hours at 600.00 per hour.	\$1,920.00
08/02/10	Analyze issues regarding insurance and e-mails regarding same	Sarah B. Boehm	.30 hours at 495.00 per hour.	\$148.50
08/03/10	E-mails and telephone conferences with board, debtors' professionals, committee members and professionals regarding finalization of documentation for updated disclosure and revise plan documents	Douglas M. Foley	1.50 hours at 600.00 per hour.	\$900.00
08/03/10	Research regarding various insurance and plan issues and analyze documents regarding same	Sarah B. Boehm	1.20 hours at 495.00 per hour.	\$594.00
08/04/10	Telephone conference with debtors' professionals and client relating to substantive consolidation analysis and liquidation analysis	Douglas M. Foley	.80 hours at 600.00 per hour.	\$480.00
08/04/10	Analyze plan documents and e-mails regarding liquidation analysis (.6); finalize and submit orders regarding expedited and limiting notice of supplemental disclosure and e-mails regarding same (.7)	Sarah B. Boehm	1.30 hours at 495.00 per hour.	\$643.50
08/05/10	Review materials regarding D&O issues and research regarding same	Douglas M. Foley	.80 hours at 600.00 per hour.	\$480.00
08/05/10	Analyze plan issues regarding insurance and multiple e-mails regarding same	Sarah B. Boehm	.70 hours at 495.00 per hour.	\$346.50
08/09/10	Continue review of revised plan and disclosure documents	Douglas M. Foley	1.50 hours at 600.00 per hour.	\$900.00

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08/09/10	Analyze revised plan documents, finalize and file amended plan with exhibits and supplemental disclosure with exhibits and e-mails regarding same Sarah B. Boehm 2.10 hours at 495.00 per hour.	\$1,039.50
08/10/10	E-mails and review documents relating to revised plan and disclosure and post confirmation governance documents Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
08/18/10	Prepare for and participate in telephone conference with board of Circuit City relating to confirmation and status of claim issues going forward Douglas M. Foley 2.20 hours at 600.00 per hour.	\$1,320.00
08/19/10	Analyze issues and e-mails regarding confirmation hearing and related plan matters Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
08/19/10	Telephone conference with debtors' professionals regarding taxing authorities objections to confirmation and issues regarding same and analyze claims, objections, and other issues regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
08/19/10	Draft notice of confirmation hearing Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
08/20/10	Revise notice of confirmation and e-mail same to counsel to creditors' committee Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
08/25/10	E-mails with client and debtors' professionals regarding resolution of pending objections to plan confirmation Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
08/30/10	Numerous e-mails with debtors' professionals and creditors' counsel regarding resolution of various miscellaneous plan objections Douglas M. Foley 1.30 hours at 600.00 per hour.	\$780.00
08/30/10	E-mails and telephone conferences with debtors and debtors' professionals regarding resolution of confirmation objections by taxing authorities and IRS and analyze strategies regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00

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08/31/10 Analyze 9019 motion in connection with confirmation and draft motion to expedite and motion to shorten and limit notice regarding same (1.2); conference with client and debtors' professionals regarding confirmation issues (.6)

Sarah B. Boehm 1.80 hours at 495.00 per hour. \$891.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	16.5	\$9,900.00
Sarah B. Boehm	\$495.00	7.8	\$3,861.00
Daniel F. Blanks	\$415.00	2.4	\$996.00
Bryan A. Stark	\$335.00	0.7	\$234.50
		<hr/>	<hr/>
	TOTAL FEES	27.4	\$14,991.50

Re: Employee Benefits/Pensions

Our File No. 2055557-0280
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

08/10/10 Review 401(k) plan benefit program motion for filing

Douglas M. Foley .30 hours at 600.00 per hour. \$180.00

08/10/10 Draft notice, analyze, revise, finalize and file 401(k) plan and benefit motion and notice of hearing and multiple e-mails regarding same

Sarah B. Boehm .70 hours at 495.00 per hour. \$346.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	0.3	\$180.00
Sarah B. Boehm	\$495.00	0.7	\$346.50
		<hr/>	<hr/>
	TOTAL FEES	1.0	\$526.50

Re: Intellectual Property Matters

Our File No. 2055557-0310
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

08/17/10 Multiple telephone conferences and e-mails with parties regarding DIVX patents and related issues and research issues with client regarding same

Daniel F. Blanks 1.20 hours at 415.00 per hour. \$498.00

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08/18/10 E-mails and telephone conferences with client
and McDermott regarding DIVX patent issues and
review and analyze issues regarding same
Daniel F. Blanks 1.30 hours at 415.00 per hour. \$539.50

08/19/10 E-mails with parties regarding DIVX patent
issues
Daniel F. Blanks .60 hours at 415.00 per hour. \$249.00

08/20/10 E-mails with K. Gokey regarding renewal of
FLYING PLUG DESIGN in Canada
Douglas B. Smith .30 hours at 320.00 per hour. \$96.00

08/20/10 Review docket reminder and discussion with D.
Smith (.1); prepare correspondence to client
regarding upcoming maintenance deadline (.2)
Kymberleigh B. Gokey .30 hours at 175.00 per hour. \$52.50

08/31/10 E-mails with K. Bradshaw regarding renewal of
FLYING PLUG & DESIGN
Douglas B. Smith .20 hours at 320.00 per hour. \$64.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	3.1	\$1,286.50
Douglas B. Smith	\$320.00	0.5	\$160.00
Kymberleigh B. Gokey	\$175.00	0.3	\$52.50
TOTAL FEES		3.9	\$1,499.00

Re: Schimenti Construction Litigation
Our File No. 2055557-0323

08/03/10 Revise, finalize and file consent motion to
dismiss Schimenti appeal (1.0); submit consent
order to judge's chambers (.3)
Bryan A. Stark 1.30 hours at 335.00 per hour. \$435.50

08/09/10 Review and analyze Schimenti proof of claim,
supporting documentation, and various
communications and other documents relating to
claim (1.2); analyze Schimenti preference chart
for possible defenses and prior to receipt of
Schimenti defense letter (.7); correspond with
the debtors' professionals regarding the same
(.6); e-mail with Schimenti counsel regarding
preference letter and other issues (.4)
Bryan A. Stark 2.90 hours at 335.00 per hour. \$971.50

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08/10/10	Analyze issues relating to discovery and preference analysis and e-mails regarding same Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00
08/10/10	Draft discovery requests for adversary proceeding (2.6); finalize and serve the same (.7) Bryan A. Stark 3.30 hours at 335.00 per hour.	\$1,105.50
08/13/10	Review analysis relating to preference exposure and preparation of discovery relating to Schimenti litigation Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
08/13/10	Telephone calls regarding preference complaint and analysis (.7); research preference issues and review and analyze Schimenti proofs of claim, documentation and research in advance of preference response (2.1); review and analyze preference analysis and defenses provided by Schimenti (.6) Bryan A. Stark 3.40 hours at 335.00 per hour.	\$1,139.00
08/15/10	Review preference analysis and e-mails regarding the same Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
08/16/10	Correspond with the debtors' professionals regarding Schimenti defense letter and analysis (.6); review and match up defense letter to the debtors' preference chart and historical average (1.2) Bryan A. Stark 1.80 hours at 335.00 per hour.	\$603.00
08/17/10	Analyze issues regarding preference action and response letter received from Schimenti relating to ordinary course defense and mere conduit defense Douglas M. Foley 1.30 hours at 600.00 per hour.	\$780.00
08/19/10	Telephone conference with opposing counsel regarding status of litigation deadlines and potential evaluation of preference defenses and potential settlement options (1.2); review materials from client and letter from Schimenti regarding same and telephone conference with client regarding potential settlement options (1.2) Douglas M. Foley 2.40 hours at 600.00 per hour.	\$1,440.00

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08/19/10 Research preference issues (2.4); correspond
with debtor and debtors' professionals
regarding analysis and research (.8)
Bryan A. Stark 3.20 hours at 335.00 per hour. \$1,072.00

08/20/10 Telephone call regarding proofs of claim and
adversary proceeding
Bryan A. Stark .50 hours at 335.00 per hour. \$167.50

08/22/10 Review and analyze updated analysis from the
debtors' professionals
Bryan A. Stark .70 hours at 335.00 per hour. \$234.50

08/23/10 Numerous e-mails regarding potential settlement
parameters for litigation
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

08/23/10 Review and analyze documentation provided by
defendant and research issues regarding same
(1.1); draft e-mail of analysis to the debtors'
professionals (.5)
Bryan A. Stark 1.60 hours at 335.00 per hour. \$536.00

08/25/10 Numerous e-mails regarding finalization of
settlement of all Schimenti matters
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

08/26/10 Review documentation, correspondence and other
materials and summarize status (.8); e-mails
with debtor and debtors' professionals
regarding same (.3)
Bryan A. Stark 1.10 hours at 335.00 per hour. \$368.50

08/31/10 Review documentation and draft settlement
agreement (2.1); e-mail to debtors for review
(.1)
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$600.00	6.0	\$3,600.00
Bryan A. Stark	\$335.00	22.6	\$7,571.00
		<u>28.6</u>	<u>\$11,171.00</u>

Disbursements and Other Expenses:

Copy Charges	\$596.80
Pacer Research	\$51.04
Long Distance Telephone Charges	\$202.40

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07/15/10	AMERICAN EXPRESS CO - KORNSTEIN/DON Travel Roundtrip from: NORFOLK VA to NEW YORK-LAGUARDIA NY Date: 07/16/2010 Ticket #7903923635	\$186.74
07/29/10	AMERICAN EXPRESS - Lunch on July 14 during mediation	\$124.53
07/29/10	AMERICAN EXPRESS - Lunch on July 15 during mediation	\$418.80
07/29/10	AMERICAN EXPRESS - Dinner on 7/15 during mediation	\$148.03
08/02/10	FedEx Priority Overnight to New York City, NY - Tracking #: 791273071177	\$28.61
08/02/10	FedEx Priority Overnight to New York City, NY - Tracking #: 791273071350	\$28.22
08/04/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court 14-Day on 7/12/10	\$289.00
08/04/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court 14-Day on 7/22/10	\$65.70
08/04/10	SARAH B. BOEHM - Transportation to and from court hearing 7/22; van service	\$286.85
08/04/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 08/04/2010	\$29.75
08/05/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 08/05/2010	\$25.76
08/05/10	FedEx Priority Overnight to Richmond, VA - Tracking #: 790353960400	\$29.42
08/05/10	FedEx Priority Overnight to Richmond, VA - Tracking #: 790229930823	\$31.05
08/06/10	DANIEL F. BLANKS - Attend client meetings 7/26 - 7/27; hotel, meals, mileage	\$360.36
08/06/10	ZELICKS CAFE - Breakfast for mediation	\$118.51
08/10/10	DOUGLAS M. FOLEY - Attend omnibus hearing and client meetings 8/02 - 8/05; hotel, meal, mileage, parking	\$801.72
08/10/10	LASERSHIP INC - Delivery to USDC (Clerk's Office) from McGuireWoods (Bryan Stark) on 8/3/10	\$5.30
08/13/10	DANIEL F. BLANKS - Attend depositions in New York 8/03 - 8/05; airfare, hotel, meals, cabs, parking, travel fee	\$1,600.78
08/13/10	CAPITAL REPORTING COMPANY - Deposition of Michelle Burns and Gordon Zellner	\$1,634.73
08/13/10	CAPITAL REPORTING COMPANY - Deposition of Michelle Burns and Gordon Zellner	\$938.32
08/14/10	RESTAURANTEUR INC - Lunch ordered 8/4/10	\$138.20
08/14/10	RESTAURANTEUR INC - Lunch ordered 8/9/10	\$138.20
08/14/10	RESTAURANTEUR INC - Lunch ordered 8/10/10	\$138.20
08/17/10	DANIEL F. BLANKS - Attend deposition in CC v. Active Media 8/08 - 8/10; hotel, meals, mileage	\$488.29

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08/17/10	DOUGLAS M. FOLEY - Attend meeting with client to prepare and take depositions and prepare for active depositions 8/08 - 8/10; hotel, meal, mileage, parking	\$724.16
08/17/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 08/17/2010	\$11.41
08/17/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 08/17/2010	\$3.33
08/18/10	LASERSHIP INC - Delivery to Circuit City Stores (Heather Ferguson) from McGuireWoods (Sarah Boehm) on 8/11/10	\$18.81
08/20/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 08/20/2010	\$11.31
08/20/10	FedEx Standard Overnight to Richmond, VA - Tracking #: 790355146452	\$9.70
08/23/10	CAPITAL REPORTING COMPANY - Certified copy of transcript of Kevin Regan, Exhibits, Rough ASCII, E-Transcript Email, Shipping	\$554.25
08/24/10	DOUGLAS M. FOLEY - Lunch meeting regarding trial preparation for Active Media litigation 8/20	\$37.81
08/25/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court 14-Day on 5/20/10	\$73.00
08/25/10	J&J COURT TRANSCRIBERS INC - Professional services - Federal Court 14-Day on 8/4/10	\$55.25
08/25/10	CAPITAL REPORTING COMPANY	\$1,139.90
08/27/10	SARAH B. BOEHM - Van service to and from court 8/04	\$334.65
08/27/10	SARAH B. BOEHM - Van service for transportation to court 8/23	\$331.85
08/29/10	RESTAURANTEUR INC - Lunch ordered for 8/23/10	\$202.58
08/30/10	DANIEL F. BLANKS - Attend Omni hearing 8/22 - 8/23; hotel, meals, mileage	\$358.99
08/31/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 790232085556	\$17.79
08/31/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 791605057067	\$18.30
	TOTAL EXPENSES	\$12,808.40

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Summary of Fees and Expenses:

Total Fees for all Matters: \$326,359.00

Total Expenses for all Matters: \$12,808.40

Total for this Invoice: \$339,167.40

McGUIREWOODS

Douglas M. Foley
(804) 775-1150

One James Center
901 East Cary Street
Richmond, Virginia 23219-4030

October 18, 2010

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91295019

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$185,348.01
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:

Current Fees:	\$239,997.00	
Current Disbursements:	<u>\$8,324.93</u>	
Current Invoice Total:		<u>\$248,321.93</u>

Total Balance Due:		<u><u>\$433,669.94</u></u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Douglas M. Foley
(804) 775-1150

One James Center
901 East Cary Street
Richmond, Virginia 23219-4030

October 18, 2010

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

Bill Through: 09/30/10

INVOICE NO. 91295019

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration

Our File No.	2055557-0010
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

09/01/10	Review entered orders and e-mails regarding same (.3); telephone conference with Crowe regarding application for administrative expense and analyze issues regarding same (.4)	
	Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
09/01/10	File affidavits of service from KCC	
	Cullen A. Drescher .50 hours at 325.00 per hour.	\$162.50
09/01/10	Review, organize and respond to garnishments and subpoenas	
	Linda J. Neilson 1.70 hours at 200.00 per hour.	\$340.00
09/02/10	Review and organize requests for garnishments and subpoenas	
	Linda J. Neilson 1.00 hours at 200.00 per hour.	\$200.00

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09/03/10	Revise, finalize and file agenda and multiple calls and e-mails regarding same (.4); draft notice of hearing and finalize and file application for administrative expense for Crowe and e-mails regarding same (.5) Sarah B. Boehm .90 hours at 495.00 per hour.	\$445.50
09/03/10	File affidavits of service from KCC Cullen A. Drescher .50 hours at 325.00 per hour.	\$162.50
09/06/10	Prepare documents for 9/8/10 confirmation hearing Linda J. Neilson 2.10 hours at 200.00 per hour.	\$420.00
09/07/10	Work on confirmation and omnibus hearing preparations (1.7); work on professionals' court binders with additional responses and objections (.7); prepare hearing documents (.8) Karen B. Cain 3.20 hours at 215.00 per hour.	\$688.00
09/08/10	Omnibus hearing (.8); review and file affidavits of service (.6) Bryan A. Stark 1.40 hours at 335.00 per hour.	\$469.00
09/08/10	Draft and revise order denying Mondragon's motion to continue Cullen A. Drescher .50 hours at 325.00 per hour.	\$162.50
09/08/10	Review documents for omnibus hearing (1.1); prepare potential exhibits for omnibus (.9); work on confirmation binders for professionals (2.1); assist with hearing documents (1.7) Karen B. Cain 5.80 hours at 215.00 per hour.	\$1,247.00
09/10/10	Finalize and submit NOL order and e-mails regarding same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
09/14/10	Analyze entered orders and multiple e-mails regarding service requirements for each (.3); finalize and submit order (.3) Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
09/14/10	Assist with documents for post confirmation (2.7); review documents from prior productions (1.2); status of all to professionals (.3) Karen B. Cain 4.20 hours at 215.00 per hour.	\$903.00
09/15/10	Review, organize and prepare responses to subpoena requests Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00

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09/16/10	File affidavits of service for KCC Cullen A. Drescher .80 hours at 325.00 per hour.	\$260.00
09/17/10	Finalize and file notice of additional omnibus hearing dates and e-mails regarding same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
09/17/10	File affidavits of service for KCC Cullen A. Drescher .70 hours at 325.00 per hour.	\$227.50
09/17/10	Assist with documents for post-confirmation meeting Karen B. Cain .70 hours at 215.00 per hour.	\$150.50
09/19/10	Research issues and draft summaries of appeals and litigation Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50
09/20/10	Prepare for and attend meetings with client and creditors committee and liquidating trustee representatives regarding time and effective date and transition issues and protocol going forward post effective date with respect to claims administration and collection actions relating to accounts receivable and preferences and analyze issues regarding same Douglas M. Foley 5.40 hours at 600.00 per hour.	\$3,240.00
09/20/10	Review and circulate omnibus hearing transcript to professionals Karen B. Cain .40 hours at 215.00 per hour.	\$86.00
09/21/10	Continue follow-up on e-mails regarding transition issues to liquidating trust and liquidating trustee and attending to transition matters and e-mails with trustees regarding same Douglas M. Foley 1.40 hours at 600.00 per hour.	\$840.00
09/21/10	Analyze issues and e-mails regarding Crowe administrative expense application Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
09/22/10	E-mails regarding Crowe administrative expense claim Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
09/22/10	Review, revise and circulate 9/27/10 hearing agenda and exhibit Linda J. Neilson 1.70 hours at 200.00 per hour.	\$340.00

Timekeeper	Rate/HR	Hours	Fees
LaTisha S. Owens	\$450.00	2.3	\$1,035.00

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TOTAL FEES 2.3 \$1,035.00

Re: Monthly Operating Reports

Our File No. 2055557-0060
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

09/15/10 Review, analyze and file monthly operating report

Daniel F. Blanks .40 hours at 415.00 per hour. \$166.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	0.4	\$166.00

TOTAL FEES 0.4 \$166.00

Re: Professional Retention/Fee Applications

Our File No. 2055557-0070
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

09/02/10 E-mails with DJM Realty regarding interim fee applications

Sarah B. Boehm .20 hours at 495.00 per hour. \$99.00

09/03/10 E-mails regarding interim fee applications and related matters

Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

09/03/10 Review interim fee applications for debtors' professionals and draft notice regarding same

Bryan A. Stark .80 hours at 335.00 per hour. \$268.00

09/07/10 Analyze documents and draft and revise McGuireWoods' interim fee application and related exhibits and multiple e-mails regarding same

Sarah B. Boehm 2.40 hours at 495.00 per hour. \$1,188.00

09/08/10 Continue to draft and revise exhibits and interim fee application and e-mails regarding same

Sarah B. Boehm .90 hours at 495.00 per hour. \$445.50

09/08/10 Review interim fee application of debtors' professionals and draft notice of same

Bryan A. Stark .80 hours at 335.00 per hour. \$268.00

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09/13/10 Revise and finalize interim fee application and multiple e-mails with professionals regarding interim fee applications
Sarah B. Boehm .90 hours at 495.00 per hour. \$445.50

09/14/10 Revise and finalize McGuireWoods seventh interim fee application (.6); analyze and finalize multiple interim fee applications and notices for debtors' professionals and e-mails regarding same (.8)
Sarah B. Boehm 1.40 hours at 495.00 per hour. \$693.00

09/14/10 Review, finalize and file interim applications for compensation for debtors' professionals and notices for same
Bryan A. Stark 1.40 hours at 335.00 per hour. \$469.00

09/17/10 Finalize monthly fee statement, draft correspondence regarding same and e-mails regarding same
Sarah B. Boehm .70 hours at 495.00 per hour. \$346.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	6.9	\$3,415.50
Bryan A. Stark	\$335.00	3.0	\$1,005.00
		<u>9.9</u>	<u>\$4,420.50</u>

TOTAL FEES

Re: Executory Contracts

Our File No.	2055557-0140
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

09/21/10 Continue drafting and revising appellee brief regarding Ryan
Daniel F. Blanks 1.20 hours at 415.00 per hour. \$498.00

09/23/10 Draft and revise appellee brief regarding Ryan and review and analyze documents, pleadings and other items regarding same
Daniel F. Blanks 1.80 hours at 415.00 per hour. \$747.00

09/26/10 Review Ryan appeal brief and analyze issues regarding same
Daniel F. Blanks .60 hours at 415.00 per hour. \$249.00

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09/27/10 Review, analyze and revise appellee brief for
Ryan and telephone conferences with debtors'
professionals regarding same
Daniel F. Blanks 2.40 hours at 415.00 per hour. \$996.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	6.0	\$2,490.00
TOTAL FEES		6.0	\$2,490.00

Re: Litigation

Our File No. 2055557-0150
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

09/01/10 Numerous e-mails and telephone conferences
regarding status of Sharp adversary proceeding
litigation and possible parameters of
settlement and analyze same
Douglas M. Foley 1.30 hours at 600.00 per hour. \$780.00

09/01/10 Research issues related to litigation (1.6);
telephone calls with debtors' professionals and
debtor regarding litigation issues and
adversary proceedings (1.1); follow-up research
and analysis (.7); draft e-mail for review by
debtor (.4); review chart and files regarding
demand letters and status of same (.6);
correspond with debtors' professionals
regarding same (.4)
Bryan A. Stark 3.80 hours at 335.00 per hour. \$1,273.00

09/02/10 E-mails regarding Sharp and analyze issues
regarding Sharp offer and counter offer in
response to same and telephone conferences with
debtors' professionals and client regarding
same
Douglas M. Foley .90 hours at 600.00 per hour. \$540.00

09/02/10 Draft stipulation resolving Active litigation
and e-mails with parties regarding same and
review and analyze issues regarding same and
analyze strategies
Daniel F. Blanks 1.50 hours at 415.00 per hour. \$622.50

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09/02/10 Review chart and research issues regarding demand letters and litigation (.8); telephone calls with debtor regarding adversary proceeding (.8); research issues related to same (1.2); conference call with defendant relating to same (1.1); telephone call with debtors' professionals regarding complaints and other issues (.5)
Bryan A. Stark .00 hours at .00 per hour. \$0.00

09/02/10 Analyze and discuss settlement issues with debtors' professionals and debtors and revise settlement offer accordingly (.7); finalize and e-mail settlement offer to defendant (.3); prepare for and participate in a conference call with defendant (1.6); follow-up telephone calls with debtor and debtors' professionals (.5)
Bryan A. Stark 3.10 hours at 335.00 per hour. \$1,038.50

09/02/10 Organize Active litigation documents
Linda J. Neilson 1.00 hours at 200.00 per hour. \$200.00

09/03/10 Draft and revise stipulation with Active and e-mails with opposing counsel regarding same
Daniel F. Blanks 1.50 hours at 415.00 per hour. \$622.50

09/03/10 Telephone call with counsel to defendant regarding adversary proceeding (.6); follow-up issues regarding same (.4); research issues for adversary proceedings and e-mail parties regarding same (.4); review and analyze documentation provided for support in adversary proceeding (.6); correspond with debtor and debtors' professionals regarding same (.5)
Bryan A. Stark 2.40 hours at 335.00 per hour. \$804.00

09/06/10 Research and retrieve corporate information regarding multiple defendants
Linda J. Neilson .90 hours at 200.00 per hour. \$180.00

09/07/10 Continue negotiations regarding adversary proceedings and resolution of AMS litigation and e-mails with opposing counsel and client regarding same
Daniel F. Blanks 1.20 hours at 415.00 per hour. \$498.00

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09/07/10 Research litigation issues and analyze documentation (2.1); discuss settlement negotiations and other issues with debtors, debtors' professionals and defendant (.8)
Bryan A. Stark 2.90 hours at 335.00 per hour. \$971.50

09/08/10 Numerous e-mails with counter parties to adversary proceedings regarding status of discovery and potential settlement offers and counter offers, including Sharp and Active Media
Douglas M. Foley 2.80 hours at 600.00 per hour. \$1,680.00

09/08/10 Research issues related to litigation and potential witnesses and correspond with debtors regarding same
Bryan A. Stark 1.20 hours at 335.00 per hour. \$402.00

09/09/10 E-mails regarding status of various adversary proceedings and information requests and discovery and possible settlement parameters, including Sharp and Carmax (2.2); e-mails and telephone conferences with debtors' professionals regarding structuring and organizing upcoming adversary proceedings before November 10th deadline relating to avoidance actions (.7)
Douglas M. Foley 2.90 hours at 600.00 per hour. \$1,740.00

09/09/10 E-mails regarding Active and Sharp settlements
Daniel F. Blanks .40 hours at 415.00 per hour. \$166.00

09/10/10 E-mails regarding status of discovery issues relating to Sharp litigation
Douglas M. Foley .40 hours at 600.00 per hour. \$240.00

09/10/10 Review documentation provided by defendant (.7); telephone call with debtor regarding same and status of case (.7); follow-up regarding same (.4); correspond with court regarding settlement of adversary proceeding (.2); review and analyze defendant's requests for discovery and forward same to debtor for review (.6); telephone call with counsel to defendant regarding analysis and settlement (.5)
Bryan A. Stark 3.10 hours at 335.00 per hour. \$1,038.50

09/12/10 Revise stipulation and e-mails with opposing counsel regarding same
Daniel F. Blanks .80 hours at 415.00 per hour. \$332.00

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09/13/10	Review preference analysis and research issues regarding accounts receivable and preference (2.7); correspond with debtors' professionals regarding preference and other issues (1.0) Bryan A. Stark 3.70 hours at 335.00 per hour.	\$1,239.50
09/14/10	Analyze issues relating to settlements with Sharp and preference settlement strategy going forward Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
09/14/10	Meet with debtors and debtors' professionals regarding settlement offer (.9); research issues regarding litigation claims and review documents relating to same (1.3); draft settlement e-mail (.2) Bryan A. Stark 2.40 hours at 335.00 per hour.	\$804.00
09/15/10	E-mails regarding final settlement terms of Sharp litigation and analyze issues regarding same Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
09/15/10	Analyze subpoena regarding A. Isaacs and e-mails regarding same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
09/15/10	Correspond with counsel to defendant regarding settlement Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
09/16/10	E-mails regarding finalization of Active Media settlement and e-mails with committee professionals regarding same Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
09/16/10	E-mails with committee and others regarding Active settlement Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00
09/16/10	Finalize draft of settlement agreement and forward to debtors' professionals for review Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
09/17/10	E-mails and telephone conferences regarding pending post-petition litigation and analyze issues regarding same and strategies Daniel F. Blanks .70 hours at 415.00 per hour.	\$290.50

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09/17/10	Review and analyze appellant's opening brief (1.0); review research regarding same (.4) Bryan A. Stark 1.40 hours at 335.00 per hour.	\$469.00
09/18/10	E-mails with debtors' professionals regarding real estate in Raleigh and related issues Daniel F. Blanks .40 hours at 415.00 per hour.	\$166.00
09/20/10	Review and revised Sharp settlement documentation and e-mails regarding same Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
09/20/10	Finalize and forward settlement agreement to debtors for review (.5); correspond with debtors' professionals and debtors regarding same (.3); review pleadings and draft appellee brief in bankruptcy appeal (3.8) Bryan A. Stark 4.60 hours at 335.00 per hour.	\$1,541.00
09/21/10	Several e-mails regarding status of settlement agreements and analyze issues regarding same and scope of release provisions and e-mails with client regarding same Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
09/21/10	E-mails regarding objection to Mondragon matters and e-mails with debtors professionals regarding same Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00
09/21/10	Draft appellee brief for bankruptcy appeal (3.3); review chart of adversary proceedings and update (.3); correspond with debtors' professionals regarding pending settlements (.2) Bryan A. Stark 3.80 hours at 335.00 per hour.	\$1,273.00
09/22/10	Several e-mails with client and debtors professionals regarding status of various collection matters, set off issues and preference demands and strategy with respect to settlement of same Douglas M. Foley 1.40 hours at 600.00 per hour.	\$840.00
09/22/10	Research record on appeal and other issues and draft appellee brief for bankruptcy appeal (5.1); correspond with debtors' professionals regarding same (.5) Bryan A. Stark 5.60 hours at 335.00 per hour.	\$1,876.00

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09/23/10	Correspond with debtors' professionals regarding appellee brief and review and update accordingly (1.7); draft supplemental appendix regarding same (.6) Bryan A. Stark 2.30 hours at 335.00 per hour.	\$770.50
09/24/10	Analyze, revise, finalize and file Gentry brief and record on appeal and multiple e-mails regarding same Sarah B. Boehm 1.10 hours at 495.00 per hour.	\$544.50
09/24/10	Correspond with debtors' professionals regarding draft settlement (.3); review and update appellee brief and correspond with debtors' professional regarding same (.5) Bryan A. Stark .80 hours at 335.00 per hour.	\$268.00
09/27/10	Research, review and finalize appellee brief and appendix to same (1.8); correspond with debtors' professionals regarding same (.6); file brief and appendix and arrange for service of same (.4); draft order on motion to dismiss (.4) Bryan A. Stark 3.20 hours at 335.00 per hour.	\$1,072.00
09/27/10	Research business registrations for multiple defendants Doris L. Morgan 1.40 hours at 150.00 per hour.	\$210.00
09/28/10	Finalize and submit order on motion to dismiss (.3); compile appellee briefs and records on appeal for printing and delivery to chambers (1.1); review, finalize and file motion to extend time to review actions (.6); finalize and submit bridge order on same to court (.2); review correspondence and summarize status of settlement negotiations and e-mail same to debtors for authority (.6) Bryan A. Stark 2.80 hours at 335.00 per hour.	\$938.00
09/28/10	Research corporate registrations and principal place of business for multiple defendants Doris L. Morgan 3.40 hours at 150.00 per hour.	\$510.00
09/29/10	Draft order denying motion to reconsider (.4); correspond with debtors and debtors' professionals regarding settlement negotiations (.4); research issues regarding same (.3) Bryan A. Stark 1.10 hours at 335.00 per hour.	\$368.50

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09/01/10	Analyze chart regarding potential causes of action and multiple calls and e-mails regarding same		
	Sarah B. Boehm	.80 hours at 495.00 per hour.	\$396.00
09/01/10	Review charts and other information regarding complaints and analyze issues and strategies regarding same		
	Daniel F. Blanks	2.20 hours at 415.00 per hour.	\$913.00
09/01/10	Telephone calls with counsel to preference defendant regarding settlement and other issues (.5); research issues regarding same (.4) draft e-mail summarizing discussions and other matters (.6)		
	Bryan A. Stark	1.50 hours at 335.00 per hour.	\$502.50
09/02/10	Review charts of possible litigation and e-mails with parties regarding same and strategies regarding complaints and review materials regarding same		
	Daniel F. Blanks	1.40 hours at 415.00 per hour.	\$581.00

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09/02/10	Telephone calls with counsel to demand letter recipient regarding offers to settle (.5); research and analyze preference issues regarding same (.6); e-mails and other correspondence with debtor and debtors' professionals regarding same (.4); research and compile list of demand letter recipients and other issues (.4)	Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
09/03/10	Review and analyze possible litigation parties and charts regarding same	Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
09/03/10	Research and revise drafts settlement agreement (.7); correspond with debtors and debtors' professionals regarding same (.3)	Bryan A. Stark 1.00 hours at 335.00 per hour.	\$335.00
09/04/10	Review and analyze possible litigation actions and review materials regarding same and analyze strategies regarding same	Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00
09/05/10	E-mails with professionals regarding complaints and backup for avoidance and AR complaints	Daniel F. Blanks .40 hours at 415.00 per hour.	\$166.00
09/05/10	Draft adversary proceeding complaint	Erin Q. Ashcroft 1.60 hours at 330.00 per hour.	\$528.00
09/06/10	Meeting with debtors professionals to discuss drafting of complaints and company meeting (.2); draft complaints (1.5)	Erin Q. Ashcroft 1.70 hours at 330.00 per hour.	\$561.00
09/07/10	Research settlement issues (.8); correspond with debtors regarding settlements and other issues relating to same (.6)	Bryan A. Stark 1.40 hours at 335.00 per hour.	\$469.00
09/07/10	Draft and revise complaints	Erin Q. Ashcroft .40 hours at 330.00 per hour.	\$132.00
09/08/10	Correspond with debtors' professionals and defendants regarding preference issues (.5); research and prepare for meeting regarding preference complaints (2.6)	Bryan A. Stark 3.10 hours at 335.00 per hour.	\$1,038.50

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09/09/10	Prepare for and participate in meeting regarding avoidance actions and analyze documents regarding same Sarah B. Boehm 1.80 hours at 495.00 per hour.	\$891.00
09/09/10	Prepare for and participate in meetings regarding preference and AR complaints and review materials regarding same and analyze strategies regarding same Daniel F. Blanks 6.50 hours at 415.00 per hour.	\$2,697.50
09/09/10	Meet with debtors' professionals and debtors regarding future litigation (3.0); research issues regarding same (4.0) Bryan A. Stark 7.00 hours at 335.00 per hour.	\$2,345.00
09/09/10	Attend meeting with debtors' professionals and Circuit City to strategize regarding AR and preference complaints Erin Q. Ashcroft 5.50 hours at 330.00 per hour.	\$1,815.00
09/09/10	Prepare tracking chart of all information for each drafted complaint; research corporate information on imation and memorex Linda J. Neilson 1.50 hours at 200.00 per hour.	\$300.00
09/10/10	Analyze issues regarding new avoidance action litigation matters Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
09/10/10	Continue analyze preference, AR and other avoidance complaints and review and analyze data and other information regarding same and e-mails and telephone conferences with parties regarding complaints and other actions Daniel F. Blanks 2.90 hours at 415.00 per hour.	\$1,203.50
09/10/10	Review and compile documents for avoidance actions (1.7); correspond with preference defendant regarding settlement (.2); prepare for and participate in conference call regarding avoidance actions (1.1) Bryan A. Stark 3.00 hours at 335.00 per hour.	\$1,005.00
09/10/10	Attend telephonic conference regarding complaints to file against various vendors and parties Kenneth W. Abrams .70 hours at 270.00 per hour.	\$189.00

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09/10/10	Conference call with debtors' professionals regarding filing AR and preference complaints (.5); e-mails with debtors' professionals regarding same (.4) Erin Q. Ashcroft .90 hours at 330.00 per hour.	\$297.00
09/10/10	Review and discuss process of preparing AR/preference complaints and revise AR/preference tracking chart Linda J. Neilson 2.40 hours at 200.00 per hour.	\$480.00
09/12/10	E-mails with debtors' professionals regarding complaints and related issues and analyze issues regarding same (.8); revise template complaint regarding same (.5) Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
09/12/10	Review and analyze draft documentation and provide comments on same (1.2); research preference issues related to same (.5) Bryan A. Stark 1.70 hours at 335.00 per hour.	\$569.50
09/13/10	Prepare for litigation meeting regarding status of avoidance action litigation and multiple e-mails regarding same (.6); analyze preference data, contracts and related data for multiple vendors with claims under objection and e-mails regarding same (.5) Sarah B. Boehm 1.10 hours at 495.00 per hour.	\$544.50
09/13/10	Research avoidance issues and review documentation regarding same (2.3); review and revise draft complaint (.5); finalize settlement agreement and notices of settlement (.4) Bryan A. Stark 3.20 hours at 335.00 per hour.	\$1,072.00
09/13/10	Draft complaint regarding breach of contract and preference claims Kenneth W. Abrams .30 hours at 270.00 per hour.	\$81.00
09/13/10	Review, research and prepare documents for AR/preference complaints Linda J. Neilson 2.50 hours at 200.00 per hour.	\$500.00
09/14/10	Prepare for and participate in litigation meeting regarding avoidance actions and analyze documents regarding same Sarah B. Boehm 1.10 hours at 495.00 per hour.	\$544.50

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09/14/10	Prepare for and participate in meeting regarding outstanding issues and litigation and other items regarding effective date and analyze strategies regarding same Daniel F. Blanks 4.50 hours at 415.00 per hour.	\$1,867.50
09/14/10	Revise form complaint and meet with debtors' professionals regarding same (1.3); meet with debtors' professionals regarding preference lawsuits (.5); review and compile information for preference lawsuits (1.2); research bankruptcy cases for debtors' vendors (.4) Bryan A. Stark 3.40 hours at 335.00 per hour.	\$1,139.00
09/14/10	Continue to draft complaint for breach of contract and preferences Kenneth W. Abrams 3.40 hours at 270.00 per hour.	\$918.00
09/14/10	Draft preference complaints Lori Michelle Scott 3.70 hours at 335.00 per hour.	\$1,239.50
09/14/10	Review, research and provide information for AR/preference complaints and assign complaints to be drafted Linda J. Neilson 4.10 hours at 200.00 per hour.	\$820.00
09/15/10	Prepare for and participate in telephone conference regarding protocol and preparing avoidance action complaints Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
09/15/10	Telephone conferences with professionals regarding drafting complaints and review and analyze items regarding same and review charts and analyze strategies regarding same Daniel F. Blanks 1.60 hours at 415.00 per hour.	\$664.00
09/15/10	Research issues and review documentation (2.5); draft avoidance complaints (2.8); prepare for and participate in conference call regarding same (.7) Bryan A. Stark 6.00 hours at 335.00 per hour.	\$2,010.00
09/15/10	Draft complaints for breach of contract and preferences; attend teleconference regarding complaints to file against various parties Kenneth W. Abrams 2.80 hours at 270.00 per hour.	\$756.00
09/15/10	Conference call with debtors' professionals regarding filing of AR/preference complaints Erin Q. Ashcroft 1.00 hours at 330.00 per hour.	\$330.00

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09/15/10	Conference call regarding preference complaints (.5); draft preference complaints (3.2) Lori Michelle Scott 3.70 hours at 335.00 per hour.	\$1,239.50
09/15/10	Review, research and provide information for AR/preference complaints Linda J. Neilson 3.20 hours at 200.00 per hour.	\$640.00
09/16/10	Analyze issues and agenda for meeting regarding avoidance action litigation and related matters and multiple e-mails regarding same Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
09/16/10	Continue to review and analyze complaints and causes of action (.8); draft memorandum regarding same and e-mails with committee regarding same and telephone conferences and e-mails regarding same (2.4) Daniel F. Blanks 3.20 hours at 415.00 per hour.	\$1,328.00
09/16/10	Research issues, review documentation and correspond with debtors' professionals regarding same (1.0); draft avoidance complaints (2.4); correspond with debtors regarding same and other avoidance issues (.4); correspond with counsel to defendants regarding demand letters and preference issues (.5) Bryan A. Stark 4.30 hours at 335.00 per hour.	\$1,440.50
09/16/10	Continue to draft complaints alleging breach of contract and preferences; continue to draft complaints Kenneth W. Abrams 4.10 hours at 270.00 per hour.	\$1,107.00
09/16/10	Review, research and provide information for AR/preference complaints Linda J. Neilson 4.30 hours at 200.00 per hour.	\$860.00
09/17/10	Analyze issues and strategy regarding new complaints and review documents regarding same Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
09/17/10	Continue to analyze complaints for AR and preferences and analyze documents and other materials regarding same (.9); e-mails with professionals and client regarding Monday, September 20 meeting and analyze issues regarding same and draft memorandum and engagement letter regarding same (1.2) Daniel F. Blanks 2.10 hours at 415.00 per hour.	\$871.50

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09/17/10	Research issues, review documentation and correspond with debtors' regarding avoidance issues (2.5); draft avoidance complaints (1.3) Bryan A. Stark 3.80 hours at 335.00 per hour.	\$1,273.00
09/17/10	Draft AR/preference complaints Erin Q. Ashcroft .50 hours at 330.00 per hour.	\$165.00
09/17/10	Draft preference complaints Lori Michelle Scott 2.80 hours at 335.00 per hour.	\$938.00
09/17/10	Review, research and provide information for AR/preference complaints Linda J. Neilson 2.70 hours at 200.00 per hour.	\$540.00
09/18/10	Draft complaints alleging breach of contract and preferences Kenneth W. Abrams 2.10 hours at 270.00 per hour.	\$567.00
09/19/10	Continue drafting and update complaints and prepare memorandum and engagement letter for A. Siegel and preparation for September 20, 2010 meeting and e-mails with parties regarding same Daniel F. Blanks 2.60 hours at 415.00 per hour.	\$1,079.00
09/19/10	Review draft complaints and e-mail with debtors' professionals regarding same Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
09/19/10	Draft complaints against multiple defendants Erin Q. Ashcroft 1.20 hours at 330.00 per hour.	\$396.00
09/19/10	Review, research and provide information for AR/preference complaints Linda J. Neilson 2.10 hours at 200.00 per hour.	\$420.00
09/20/10	Analyze issues regarding avoidance actions complaints and related matters and multiple e-mails regarding same Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
09/20/10	Meeting with committee regarding AR/preference suits and analyze issues regarding same and review and analyze documents, pleadings, charts and other materials regarding same and draft agenda and other memoranda regarding ongoing issues and pending matters to A. Siegel (5.5); telephone conferences regarding compilation of information and preparation of complaints (.7) Daniel F. Blanks 6.20 hours at 415.00 per hour.	\$2,573.00

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09/20/10	Research issues and review documentation (.5); draft and update avoidance complaints (.8); prepare for and participate in conference call regarding same (.6); review documentation and correspond with debtors and counsel to defendants regarding preference demand letters (.6) Bryan A. Stark 2.50 hours at 335.00 per hour.	\$837.50
09/20/10	Draft and edit complaints; attend teleconference regarding filing complaints Kenneth W. Abrams .70 hours at 270.00 per hour.	\$189.00
09/20/10	Participate in conference call to discuss drafting of AR complaints and e-mails regarding same (.5); draft AR/preference complaints (1.2) Erin Q. Ashcroft 1.70 hours at 330.00 per hour.	\$561.00
09/20/10	Review, research and prepare documents for AR/preference complaints Linda J. Neilson 5.80 hours at 200.00 per hour.	\$1,160.00
09/21/10	Draft and revise memorandum regarding pending actions of McGuireWoods and e-mails with committee and A. Siegel regarding same and review and analyze items regarding same (3.2); continue reviewing items regarding complaints and analyze strategies and issues (.9) Daniel F. Blanks 4.10 hours at 415.00 per hour.	\$1,701.50
09/21/10	Review documentation for and support for draft complaints and update complaints (.8); correspond with debtors regarding same (.4); follow-up research related to same and other issues (.4); telephone call with counsel to preference letter recipient (.3); research claim and related entities issues (.5); correspond with debtors and debtors' professionals regarding same (.4) Bryan A. Stark 2.80 hours at 335.00 per hour.	\$938.00
09/21/10	E-mails with debtors' professionals regarding AR complaints Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
09/21/10	Draft preference complaints Lori Michelle Scott 3.40 hours at 335.00 per hour.	\$1,139.00
09/21/10	Review, research and prepare documents for AR/preference complaints Linda J. Neilson 5.10 hours at 200.00 per hour.	\$1,020.00

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09/22/10	Continue review and analyze materials regarding complaints for AR and preference and e-mails with parties regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
09/22/10	Meet with debtors' professionals to discuss issues related to complaints (.4); research same and other issues (.9); correspond with debtor regarding same and other issues (.5); draft preference complaints and update preference complaints (.7) Bryan A. Stark 2.50 hours at 335.00 per hour.	\$837.50
09/22/10	Draft complaints against vendors Kenneth W. Abrams .70 hours at 270.00 per hour.	\$189.00
09/22/10	Draft AR/preference complaints Erin Q. Ashcroft 1.00 hours at 330.00 per hour.	\$330.00
09/22/10	Draft preference complaints Lori Michelle Scott 2.30 hours at 335.00 per hour.	\$770.50
09/22/10	Review, research and prepare documents for AR/preference complaints Linda J. Neilson 5.40 hours at 200.00 per hour.	\$1,080.00
09/23/10	Review and analyze complaints and analyze strategies regarding same and e-mails with parties regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
09/23/10	Research corporate affiliations and correspond with debtors regarding same (.5); research issues and update draft complaints (1.3); review documentation and draft avoidance complaints (1.5); research background and provide comments on draft complaints (1.8); correspond with debtors' professionals regarding same (.4) Bryan A. Stark 5.50 hours at 335.00 per hour.	\$1,842.50
09/23/10	Draft complaints against vendors Kenneth W. Abrams 2.80 hours at 270.00 per hour.	\$756.00
09/23/10	Draft preference complaints Lori Michelle Scott 2.70 hours at 335.00 per hour.	\$904.50
09/23/10	Review, research and prepare documents for AR/preference complaints and e-mails reagrding same Linda J. Neilson 4.60 hours at 200.00 per hour.	\$920.00

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09/24/10	Review and analyze complaint information and analyze documents and other information regarding same and revise materials regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
09/24/10	Draft complaints against vendors for recovery of unpaid obligations and preference payments and for reduction of vendor claims Kevin J. O'Brien 3.30 hours at 290.00 per hour.	\$957.00
09/24/10	Prepare for and participate in conference call regarding avoidance actions (1.0); follow-up issues regarding same (.4); meet with debtors' professionals regarding complaints, background and other issues (.5); research issues relating to proper defendant and preferential transfer issues (.3); correspond with debtors' professionals regarding various complaint and preference issues (.8); correspond with debtors regarding related entities (.2); research issues and revise draft complaint and form and e-mail debtors' professionals regarding same (1.4); review complaint packages from debtors and same (.3) Bryan A. Stark 4.90 hours at 335.00 per hour.	\$1,641.50
09/24/10	Draft complaints against vendors and suppliers Kenneth W. Abrams 6.50 hours at 270.00 per hour.	\$1,755.00
09/24/10	Telephone conference regarding preference complaints (.2); draft preference complaints (1.3); exchange e-mails regarding same (.1) Lori Michelle Scott 1.60 hours at 335.00 per hour.	\$536.00
09/24/10	Review, research and prepare documents for AR/preference complaints Linda J. Neilson 2.80 hours at 200.00 per hour.	\$560.00
09/25/10	Review complaints and e-mails with client and others regarding same and analyze issues regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
09/25/10	E-mail with debtors professionals regarding reconciling AR and preference numbers (.4); draft AR and preference complaint (1.1) Erin Q. Ashcroft .40 hours at 330.00 per hour.	\$132.00

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09/26/10	Review and analyze complaints and identify information regarding AR and preferences Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
09/26/10	Draft complaints against vendors for recovery of unpaid obligations and preference payments and for reduction of vendor claims Kevin J. O'Brien 4.50 hours at 290.00 per hour.	\$1,305.00
09/26/10	Review, research and prepare documents for AR/preference complaints Linda J. Neilson 4.10 hours at 200.00 per hour.	\$820.00
09/27/10	Continue review and analyze documents regarding complaints for AR and preference and telephone conference and e-mails with debtors' professionals and client regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
09/27/10	Draft complaints against vendors for recovery of unpaid obligations and preference payments and for reduction of vendor claims Kevin J. O'Brien 9.00 hours at 290.00 per hour.	\$2,610.00
09/27/10	Correspond with counsel regarding settlement agreement (.2); correspond with debtors' professionals regarding draft complaints, exhibits and other issues (.6); review and analyze documentation supporting complaints (1.8); draft preference complaints (2.8) Bryan A. Stark 5.40 hours at 335.00 per hour.	\$1,809.00
09/27/10	Draft complaints against vendors and suppliers Kenneth W. Abrams 4.10 hours at 270.00 per hour.	\$1,107.00
09/27/10	Meeting with debtors professionals to discuss complaints Erin Q. Ashcroft .50 hours at 330.00 per hour.	\$165.00
09/27/10	Review and research information for AR/preference complaints Linda J. Neilson 2.60 hours at 200.00 per hour.	\$520.00
09/28/10	Continue review and analyze documents regarding complaints for AR and preference and telephone conference and e-mails with client and committee regarding same Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50

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09/28/10 Draft complaints against vendors for recovery of unpaid obligations and preference payments and for reduction of vendor claims
Kevin J. O'Brien 3.40 hours at 290.00 per hour. \$986.00

09/28/10 Review draft complaints and provide comments on same (1.8); correspond with debtors and debtors' professionals regarding preference and complaint issues (.7); research preference and complaint issues (.9); review documentation and draft preference complaints (1.7)
Bryan A. Stark 5.10 hours at 335.00 per hour. \$1,708.50

09/28/10 Review and research information for AR/preference complaints
Linda J. Neilson 2.00 hours at 200.00 per hour. \$400.00

09/29/10 E-mails with client and committee regarding pending and draft adversary proceeding complaints and related issues
Daniel F. Blanks .90 hours at 415.00 per hour. \$373.50

09/29/10 Research defendant issues for preference actions (.7); correspond with debtors regarding same (.2)
Bryan A. Stark .90 hours at 335.00 per hour. \$301.50

09/29/10 Review and research information for AR/preference complaints
Linda J. Neilson 1.00 hours at 200.00 per hour. \$200.00

09/30/10 Research issues relating to preference complaints (.6); review and analyze draft complaints and documentation for same (.8)
Bryan A. Stark 1.50 hours at 335.00 per hour. \$502.50

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$495.00	7.5	\$3,712.50
Daniel F. Blanks	\$415.00	48.2	\$20,003.00
Bryan A. Stark	\$335.00	72.9	\$24,421.50
Lori Michelle Scott	\$335.00	20.2	\$6,767.00
Erin Q. Ashcroft	\$330.00	16.7	\$5,511.00
Kevin J. O'Brien	\$290.00	20.2	\$5,858.00
Kenneth W. Abrams	\$270.00	28.2	\$7,614.00
Linda J. Neilson	\$200.00	56.2	\$11,240.00
TOTAL FEES		270.1	\$85,127.00

Re: Real Estate

Our File No.

Circuit City Contact

2055557-0180

Katie Bradshaw

Circuit City Stores Inc
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McGuireWoods Contact Douglas M. Foley

09/02/10	DR1 - E-mail correspondence with K. Bradshaw, M. Smithson and M. Pruitt (.8); review correspondence regarding CDC lease (.4); review leases and client-provided materials regarding CDC leases and owners' association matters (1.1)	Matthew T. Gunlock	2.30 hours at 320.00 per hour.	\$736.00
09/07/10	Raleigh, NC - Review complaint and begin draft of indemnity agreement	Matthew T. Gunlock	1.60 hours at 320.00 per hour.	\$512.00
09/08/10	Finalize and submit order regarding sale of Florida property and e-mails regarding same	Sarah B. Boehm	.30 hours at 495.00 per hour.	\$148.50
09/09/10	Sarasota, FL - Review purchase agreement (1.2); e-mail correspondence with bankruptcy counsel (.2)	Matthew T. Gunlock	1.40 hours at 320.00 per hour.	\$448.00
09/10/10	Raleigh, NC - Telephone call with bankruptcy counsel (.3); review complaint regarding preparation of deed (1.3); prepare indemnity agreement (1.3)	Matthew T. Gunlock	2.90 hours at 320.00 per hour.	\$928.00
09/13/10	Raleigh, NC - Review complaint (.7); prepare documentation to convey property (1.2); e-mail correspondence and telephone conference with bankruptcy counsel (.4)	Matthew T. Gunlock	2.30 hours at 320.00 per hour.	\$736.00
09/14/10	Sarasota, FL - E-mail correspondence with bankruptcy counsel (.3); review sale order (.5); e-mail correspondence with purchaser's counsel (.2)	Matthew T. Gunlock	1.00 hours at 320.00 per hour.	\$320.00
09/14/10	Raleigh, NC - Review and prepare inserts for quitclaim deed	Matthew T. Gunlock	1.00 hours at 320.00 per hour.	\$320.00
09/14/10	Carmax - Examine complaint, separation agreement and draft quitclaim deed	Martha Lynn Wigton	1.50 hours at 240.00 per hour.	\$360.00

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09/15/10	E-mails regarding Carmax complaint and documentation of resolution and quick claim deed and indemnity agreements Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00
09/15/10	Raleigh, NC - Review revised quitclaim deed (.8); e-mail correspondence with bankruptcy counsel (.2); telephone call with C. Biley (.2) Matthew T. Gunlock 1.20 hours at 320.00 per hour.	\$384.00
09/15/10	Sarasota, FL - E-mail correspondence and telephone call with bankruptcy counsel Matthew T. Gunlock .60 hours at 320.00 per hour.	\$192.00
09/16/10	Sarasota, FL - E-mail correspondence and telephone call with bankruptcy counsel regarding closing matters (.6); review purchase agreement regarding closing matters (.6) Matthew T. Gunlock 1.20 hours at 320.00 per hour.	\$384.00
09/16/10	Raleigh, NC - E-mail correspondence with bankruptcy counsel (.4); review and revise quitclaim deed (.8) Matthew T. Gunlock 1.20 hours at 320.00 per hour.	\$384.00
09/17/10	Sarasota, FL - E-mail correspondence with purchaser's counsel (.2); prepare closing documents (1.0) Matthew T. Gunlock 1.20 hours at 320.00 per hour.	\$384.00
09/17/10	Raleigh, NC - E-mail correspondence with bankruptcy counsel (.2); revise quitclaim deed and indemnity (.7) Matthew T. Gunlock .90 hours at 320.00 per hour.	\$288.00
09/20/10	Raleigh, NC - E-mail correspondence with bankruptcy counsel (.4); review legal description and backup materials (1.2); revise deed (.6); e-mail correspondence and telephone call with C. Bliley (.2) Matthew T. Gunlock 2.40 hours at 320.00 per hour.	\$768.00
09/20/10	Sarasota, FL - E-mail correspondence with J. Avallone (.1); telephone call and e-mail correspondence with bankruptcy counsel (.5); review tax information (.8) Matthew T. Gunlock 1.40 hours at 320.00 per hour.	\$448.00
09/20/10	Carmax - Telephone conferences with S. Carney regarding quitclaim deed issues Martha Lynn Wigton .70 hours at 240.00 per hour.	\$168.00

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09/20/10 Carmax - Research on-line records of Wake County register of deeds (.4); draft e-mails to L. Wigton regarding background of property to be conveyed (.2); revise quitclaim deed (.4) Robert Scott Carney 1.00 hours at 250.00 per hour. \$250.00

09/21/10 Raleigh, NC - E-mail correspondence with C. Bliley (.3); revise quitclaim deed (.6) Matthew T. Gunlock .90 hours at 320.00 per hour. \$288.00

09/21/10 DR1 - Telephone call with M. Pruitt (.3); review materials regarding Westerre Owners' Association (.8); review purchase agreement regarding pro rations (.5) Matthew T. Gunlock 1.60 hours at 320.00 per hour. \$512.00

09/21/10 Sarasota, FL - E-mail correspondence with B. Younter (.1); review purchase agreement (.4) Matthew T. Gunlock .50 hours at 320.00 per hour. \$160.00

09/22/10 Florence, SC - E-mail correspondence with bankruptcy counsel (.1); e-mail correspondence with C. Bliley (.1); revise quitclaim deed (.4) Matthew T. Gunlock .60 hours at 320.00 per hour. \$192.00

09/27/10 Sarasota, FL - Prepare documents (3.2); review tax materials in connection with preparation of closing documents (.9) Matthew T. Gunlock 4.10 hours at 320.00 per hour. \$1,312.00

09/28/10 Raleigh, NC - E-mail correspondence with C. Bliley (.2); e-mail correspondence with bankruptcy counsel (.2) review comments to quitclaim deed (.6); revise quitclaim deed (.6); review further-revised quitclaim deed (.5) Matthew T. Gunlock 2.10 hours at 320.00 per hour. \$672.00

09/29/10 Raleigh, NC - E-mail correspondence with C. Bliley (.1); e-mail correspondence with bankruptcy counsel (.1) Matthew T. Gunlock .20 hours at 320.00 per hour. \$64.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	0.3	\$180.00
Sarah B. Boehm	\$495.00	0.3	\$148.50
Matthew T. Gunlock	\$320.00	32.6	\$10,432.00
Robert Scott Carney	\$250.00	1.0	\$250.00
Martha Lynn Wigton	\$240.00	2.2	\$528.00
TOTAL FEES		36.4	\$11,538.50

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Re: Tax Matters

Our File No.

2055557-0240

Circuit City Contact

Katie Bradshaw

McGuireWoods Contact

Douglas M. Foley

09/01/10	Attention to IRS tax claims Craig D. Bell 4.00 hours at 570.00 per hour.	\$2,280.00
09/01/10	Continue resolution of tax claims and objections to confirmation and multiple telephone conferences and e-mails with taxing authorities regarding same and review and analyze claims, objections to confirmation and certain other charts and other materials and draft, revise and file stipulations regarding same Daniel F. Blanks 3.80 hours at 415.00 per hour.	\$1,577.00
09/02/10	Attention to multiple tax claims by IRS Craig D. Bell 4.20 hours at 570.00 per hour.	\$2,394.00
09/02/10	Continue attention to tax claims and resolution of taxing authorities objections to confirmation and related issues and continue drafting, revising, and file stipulations regarding same Daniel F. Blanks 2.90 hours at 415.00 per hour.	\$1,203.50
09/03/10	Attention to IRS tax claims and review of audit and client documents of same Craig D. Bell 3.80 hours at 570.00 per hour.	\$2,166.00
09/03/10	Continue resolution of tax claims and objections to confirmation of taxing authorities and review and analyze claims, pleadings, charts, objections and other items regarding same Daniel F. Blanks 2.70 hours at 415.00 per hour.	\$1,120.50
09/07/10	Attention to restricted interest claim by IRS Craig D. Bell 3.60 hours at 570.00 per hour.	\$2,052.00
09/08/10	Continue analysis on interest netting issue (1.6); continue analysis on IRS restricted interest issue (1.8) Craig D. Bell 3.40 hours at 570.00 per hour.	\$1,938.00

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09/08/10 Resolution of tax claims and e-mails with
client regarding same and draft and revise
stipulations regarding same
Daniel F. Blanks 1.20 hours at 415.00 per hour. \$498.00

09/09/10 Attention to SLB tax issues (1.1); review audit
papers on employment tax claim (.7)
Craig D. Bell 1.80 hours at 570.00 per hour. \$1,026.00

09/15/10 E-mails with client regarding pending tax
claims and resolution of certain tax issues and
settlements
Daniel F. Blanks .80 hours at 415.00 per hour. \$332.00

09/21/10 Meeting with IRS trial attorney (.3); attention
to tax matters raised by IRS trial attorney
(1.6)
Craig D. Bell 1.90 hours at 570.00 per hour. \$1,083.00

09/22/10 E-mails with parties and client regarding
payment of taxes and stipulations
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

09/23/10 E-mails with client and taxing authorities
regarding resolution of tax claims and issues
Daniel F. Blanks .60 hours at 415.00 per hour. \$249.00

09/24/10 E-mails with taxing authorities regarding
settlement and related issues
Daniel F. Blanks .90 hours at 415.00 per hour. \$373.50

09/27/10 Attention to open tax matters with IRS
Craig D. Bell 1.80 hours at 570.00 per hour. \$1,026.00

09/28/10 Respond to client inquiry on tax issue
Craig D. Bell .80 hours at 570.00 per hour. \$456.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Craig D. Bell	\$570.00	25.3	\$14,421.00
Daniel F. Blanks	\$415.00	13.4	\$5,561.00
TOTAL FEES		38.7	\$19,982.00

Re: Claims Administration

Our File No.

2055557-0250

Circuit City Contact

Katie Bradshaw

McGuireWoods Contact

Douglas M. Foley

Circuit City Stores Inc

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09/01/10	E-mails regarding settlement of Digital Lifestyle Outfitters claims Douglas M. Foley .30 hours at 600.00 per hour.	\$180.00
09/01/10	Continue claim objection resolutions, analyze issues regarding Omni 80 and 81, analyze unresolved claims and related issues and review and revise chart regarding same and multiple calls and e-mails regarding claim matters Sarah B. Boehm 2.60 hours at 495.00 per hour.	\$1,287.00
09/01/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same and draft, revise, and file stipulations regarding same Daniel F. Blanks 3.10 hours at 415.00 per hour.	\$1,286.50
09/01/10	Review, finalize and file notices of stipulation (.5); research settlement issues and draft e-mail regarding same (.4) Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
09/01/10	Draft and revise Omni 37 stipulations (1.0); draft Omni 37 notices and file (.7); e-mail and telephone conferences with taxing authorities regarding resolution of Omni 37 (.9); meeting with debtors professionals regarding discovery in Omni 79 and tax claim stipulations (.4) Erin Q. Ashcroft 3.00 hours at 330.00 per hour.	\$990.00
09/01/10	Review and revise tracking charts for omnibus objections Linda J. Neilson 1.10 hours at 200.00 per hour.	\$220.00
09/02/10	Analyze documents and chart and e-mails regarding orders for Omni 80 and 81 (.4); continue claim objection resolutions and multiple calls and e-mails regarding same (.9) Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50
09/02/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same Daniel F. Blanks 2.60 hours at 415.00 per hour.	\$1,079.00

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09/02/10	Research omnibus objection issues and correspond with debtors' professionals regarding same (1.2); correspond with debtors' professionals regarding orders on omnibus objections to claims (.5); review, finalize and file notices of settlement and arrange for service of same (.6)		
	Bryan A. Stark 2.30 hours at 335.00 per hour.		\$770.50
09/02/10	Revise Omni 79 discovery requests (.5); draft notices for Florida tax collectors (2.0); telephone conference and e-mails with taxing regarding resolving Omni 37 claims (.5); draft settlements and stipulation for Omni 37 and meeting with debtors professional regarding approval of stipulation (.3)		
	Erin Q. Ashcroft 3.30 hours at 330.00 per hour.		\$1,089.00
09/02/10	Review and revise tracking charts for omnibus objections		
	Linda J. Neilson 2.00 hours at 200.00 per hour.		\$400.00
09/03/10	Multiple calls and e-mails regarding resolution of claims and review stipulations and notices regarding same		
	Sarah B. Boehm 1.30 hours at 495.00 per hour.		\$643.50
09/03/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same		
	Daniel F. Blanks 2.40 hours at 415.00 per hour.		\$996.00
09/03/10	Research transfers of claims and correspond with debtors' professionals regarding same (.6); review, finalize and file pleading in appeal (.5)		
	Bryan A. Stark 1.10 hours at 335.00 per hour.		\$368.50
09/03/10	E-mails with taxing authorities regarding resolution of Omni 37 (.5); draft Florida County stipulations (1.3); draft notices of stipulation and file (2.5); revise discovery in Omni 79 objections (.5)		
	Erin Q. Ashcroft 4.80 hours at 330.00 per hour.		\$1,584.00

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09/04/10	Continue resolution of claims and e-mails and telephone conferences with parties regarding same and review charts and other information regarding same Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
09/04/10	E-mails with and conference call with debtors professionals regarding Metro complaint Erin Q. Ashcroft .70 hours at 330.00 per hour.	\$231.00
09/07/10	Analyze and revise stipulations and notices and continue claim objection resolutions and multiple calls and e-mails regarding claim matters Sarah B. Boehm 1.20 hours at 495.00 per hour.	\$594.00
09/07/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and draft and revise stipulations regarding same and review and analyze claims Daniel F. Blanks 2.20 hours at 415.00 per hour.	\$913.00
09/07/10	Review and analyze district court's opinion on bankruptcy appeal (.8); research issues relating to same and correspond with counsel to creditor regarding omnibus objection (.7); research other claims issues (.4) Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
09/07/10	Meeting with debtors professionals to discuss resolution of Omni 37 (.3); e-mails and telephone conference with taxing authorities regarding resolution of Omni 37 (.5) Erin Q. Ashcroft .80 hours at 330.00 per hour.	\$264.00
09/07/10	Review and revise tracking charts for omnibus objections Linda J. Neilson 1.10 hours at 200.00 per hour.	\$220.00
09/08/10	Analyze, finalize and submit multiple claim orders and e-mails regarding same (.8); continue claim objection resolutions and multiple calls with claimants' counsel regarding plan confirmation and claim settlement negotiations (.9) Sarah B. Boehm 1.70 hours at 495.00 per hour.	\$841.50

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09/08/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and research issues regarding same	Daniel F. Blanks 3.30 hours at 415.00 per hour.	\$1,369.50
09/08/10	Review, finalize and file notices of settlement (.4); review docket for objections to settlement notices (.2)	Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
09/08/10	E-mails with debtors professionals regarding resolution of Omni 37 claims	Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
09/08/10	Review and revise tracking chart for omnibus objections	Linda J. Neilson 1.20 hours at 200.00 per hour.	\$240.00
09/09/10	Analyze claim matters and multiple calls and e-mails regarding claim matters	Sarah B. Boehm .60 hours at 495.00 per hour.	\$297.00
09/09/10	Review analyze and file notice of settlement (.5); correspond with debtors' professionals regarding same (.3)	Bryan A. Stark .80 hours at 335.00 per hour.	\$268.00
09/09/10	E-mails with taxing authorities regarding resolution of claims	Erin Q. Ashcroft .50 hours at 330.00 per hour.	\$165.00
09/09/10	Review and revise tracking chart for omnibus objections	Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
09/10/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other information regarding same and draft and revise stipulations regarding same and research issues regarding same	Daniel F. Blanks 1.80 hours at 415.00 per hour.	\$747.00
09/10/10	Correspondence with counsel to claimant regarding omnibus objection (.3); research claim and objection to same (.4)	Bryan A. Stark .70 hours at 335.00 per hour.	\$234.50

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09/10/10	Review and revise tracking charts for omnibus objections Linda J. Neilson .50 hours at 200.00 per hour.	\$100.00
09/11/10	Review updated revised claim objections status chart and analysis for transition going forward and meeting with client regarding same Douglas M. Foley .70 hours at 600.00 per hour.	\$420.00
09/12/10	Review and revise tracking charts for omnibus objections Linda J. Neilson .50 hours at 200.00 per hour.	\$100.00
09/13/10	Continue claim objection resolutions and multiple calls and e-mails regarding same Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00
09/13/10	Continue resolution of claims and telephone conferences and e-mails with parties regarding same and revise stipulations regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
09/13/10	Review, finalize and file notices of settlement and arrange for service of same Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
09/13/10	E-mails with and telephone call from taxing authorities regarding terms of resolving Omni 37 Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
09/13/10	Review and revise tracking chart for omnibus objections Linda J. Neilson .80 hours at 200.00 per hour.	\$160.00
09/14/10	Meeting with client and debtors' professionals regarding transition upon effective date and pending issues regarding same in preparation for a meeting on September 20th Douglas M. Foley 5.40 hours at 600.00 per hour.	\$3,240.00
09/14/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and draft stipulations regarding same Daniel F. Blanks .00 hours at .00 per hour.	\$0.00

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09/14/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and draft stipulations regarding same Daniel F. Blanks 2.10 hours at 415.00 per hour.	\$871.50
09/14/10	Telephone calls with debtors' professionals and counsel to claimant regarding payment of claims and addresses for payment (.4); telephone call with claimant regarding transfers of claims (.4); follow-up on issues regarding same (.3) Bryan A. Stark 1.10 hours at 335.00 per hour.	\$368.50
09/14/10	E-mails and telephone conference with taxing authorities and client regarding resolution of Omni 37 Erin Q. Ashcroft .60 hours at 330.00 per hour.	\$198.00
09/15/10	Continue resolution of claims and e-mails and telephone conferences with claimants regarding same and draft, revise and file stipulations regarding same and review and analyze claims, pleadings, charts, and other materials regarding same Daniel F. Blanks 1.70 hours at 415.00 per hour.	\$705.50
09/15/10	Review, finalize and file notices of settlement (.6); e-mail counsel to creditors regarding settlement discussions and address issues (.4); correspond with debtors' professionals regarding draft settlement agreement and filing of same (.7) Bryan A. Stark 1.70 hours at 335.00 per hour.	\$569.50
09/15/10	E-mails with client and debtors' professionals regarding resolution of claims Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
09/15/10	Review and revise tracking charts for omnibus objections Linda J. Neilson .80 hours at 200.00 per hour.	\$160.00
09/16/10	E-mails regarding review and finalization of settlement with SEGA of America, Inc. (.4); e-mails and review and analysis relating to agenda for Monday, September 20 meeting with committee professionals regarding transition and status of unresolved claim matters and adversary proceedings (.9) Douglas M. Foley 1.30 hours at 600.00 per hour.	\$780.00

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09/16/10	Continue claim objection resolutions, analyze issues regarding late claim motions, analyze documents, review and revise stipulation, and multiple calls and e-mails regarding same Sarah B. Boehm 1.20 hours at 495.00 per hour.	\$594.00
09/16/10	Continue resolution of claims and multiple telephone conferences and e-mails regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and analyze strategies regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
09/16/10	Correspond with debtors' professionals regarding claims issues (.6); finalize and file notices of claims settlements (.7); telephone call with counsel to claimant regarding discovery issues (.3) Bryan A. Stark 1.60 hours at 335.00 per hour.	\$536.00
09/17/10	E-mails with committee counsel regarding additional requests for meeting on Monday, September 20 to discuss status of claims, resolution matters, adversary proceedings, transition of certain work to post effective date over site committee and liquidating trustee Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00
09/17/10	Analyze documents regarding Omni 79 claimants' damages and assess settlement options Sarah B. Boehm .50 hours at 495.00 per hour.	\$247.50
09/17/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other information regarding same and draft and revise stipulations regarding same Daniel F. Blanks 1.10 hours at 415.00 per hour.	\$456.50
09/18/10	Preparation for meeting on September 20th relating to transition and issues relating to liquidating trust and McGuireWoods' work going forward Douglas M. Foley 1.90 hours at 600.00 per hour.	\$1,140.00
09/19/10	Review materials in preparation for transition meeting with UCC professionals Douglas M. Foley 1.60 hours at 600.00 per hour.	\$960.00

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09/19/10	Draft Marion County stipulation Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
09/20/10	Analyze agenda regarding claims status hearing and e-mails regarding same (.3); continue claim objection resolutions and multiple e-mails regarding same (.4) Sarah B. Boehm .70 hours at 495.00 per hour.	\$346.50
09/20/10	Continue resolution of claims and multiple telephone conferences and meals with parties regarding same and review and analyze documents, pleadings, charts, and other materials regarding same and research issues regarding same Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
09/20/10	Review, finalize and file objection to motion for reconsideration (.8); correspond with debtors' professionals regarding same (.3) Bryan A. Stark 1.10 hours at 335.00 per hour.	\$368.50
09/20/10	Review, revise and circulate tracking chart for omnibus objections Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
09/21/10	Continue claim objection resolutions, draft claim stipulation and e-mails regarding settlement (.8); analyze and revise agenda and exhibit regarding adjourned claims and e-mails regarding same (.3) Sarah B. Boehm 1.10 hours at 495.00 per hour.	\$544.50
09/21/10	Update claims chart and review e-mails and other items regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
09/21/10	Review, finalize and file notices of settlement Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
09/21/10	Review and draft Exhibit A to 9/27/10 hearing agenda Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
09/22/10	Continue claim objection resolutions and e-mails regarding same (.5); review and revise agenda regarding various claim matters (.3) Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00

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09/22/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same Daniel F. Blanks 2.30 hours at 415.00 per hour.	\$954.50
09/22/10	E-mail with debtors professionals regarding objections to claims Erin Q. Ashcroft .20 hours at 330.00 per hour.	\$66.00
09/23/10	Continue resolution of claims and multiple e-mails and telephone conferences with parties regarding same and review and analyze documents, pleadings, charts, and other information regarding same Daniel F. Blanks 1.90 hours at 415.00 per hour.	\$788.50
09/23/10	E-mail with counsel to creditor regarding discovery (.2); review files and correspond with debtor about outstanding omnibus objections (.4); review objection and related filings and correspond with counsel to defendant regarding hearing (.6) Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
09/23/10	Review and revise tracking charts for omnibus objections Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
09/24/10	Analyze and revise agenda regarding various claim matters and adjourned claims status hearing and multiple calls and e-mails regarding same (.9); analyze and revise adjourned claims chart and multiple calls with counsel regarding settlement negotiations (.6) Sarah B. Boehm 1.50 hours at 495.00 per hour.	\$742.50
09/24/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other information regarding same and research issues regarding same Daniel F. Blanks 1.80 hours at 415.00 per hour.	\$747.00
09/24/10	Research related entities to party with whom debtors reached a settlement agreement (.8); review and analyze settlement agreement related to same (.3) Bryan A. Stark 1.10 hours at 335.00 per hour.	\$368.50

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09/25/10	Continue resolution of claims and e-mails to parties regarding same Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00
09/27/10	Prepare for and participate in omnibus hearing on all matters and conference with client regarding same Sarah B. Boehm 2.40 hours at 495.00 per hour.	\$1,188.00
09/27/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other information regarding same Daniel F. Blanks .40 hours at 415.00 per hour.	\$166.00
09/27/10	Review and revise tracking chart for omnibus objections Linda J. Neilson .60 hours at 200.00 per hour.	\$120.00
09/28/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other information regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
09/28/10	Finalize notice of stipulation, file and arrange for service of same (.5); review docket for objections to notices of settlement (.1) Bryan A. Stark .60 hours at 335.00 per hour.	\$201.00
09/28/10	E-mail with debtors professionals and taxing authorities regarding resolution of Omni 37 claims Erin Q. Ashcroft .60 hours at 330.00 per hour.	\$198.00
09/29/10	Telephone call with former employee regarding claim (.4); correspond with counsel to claimant and debtor regarding omnibus objection (.3); review and research documentation and correspondence regarding same (.5) Bryan A. Stark 1.20 hours at 335.00 per hour.	\$402.00
09/29/10	E-mail with taxing authorities regarding resolution of Omni 37 and meeting and e-mail with debtors professionals regarding resolution of claims Erin Q. Ashcroft .60 hours at 330.00 per hour.	\$198.00

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09/03/10	Draft, revise, finalize and file multiple pleadings, notices and motions in connection with confirmation and multiple calls and e-mails regarding same and resolutions of plan objections Sarah B. Boehm 4.40 hours at 495.00 per hour.	\$2,178.00
09/03/10	Revise and file response to Mondragon objection to confirmation Daniel F. Blanks .60 hours at 415.00 per hour.	\$249.00
09/06/10	Review hearing binder for September 8th hearing, including confirmation pleadings, orders and objections and resolutions of same Douglas M. Foley 1.90 hours at 600.00 per hour.	\$1,140.00
09/07/10	Continue preparation for hearing for September 8th and review materials regarding same, including revised plan documents and resolutions of objections and confirmation order Douglas M. Foley 2.70 hours at 600.00 per hour.	\$1,620.00
09/07/10	Prepare for confirmation hearing, analyze and revise documents and multiple conferences regarding same Sarah B. Boehm 2.60 hours at 495.00 per hour.	\$1,287.00
09/07/10	Preparations for confirmation hearing and multiple telephone conferences and e-mails with parties regarding same and hearing and continue resolution of objections and conferences with debtors' professionals regarding same Daniel F. Blanks 2.90 hours at 415.00 per hour.	\$1,203.50
09/07/10	Review confirmation documents, agenda and assist in preparation for confirmation hearing Cullen A. Drescher 2.10 hours at 325.00 per hour.	\$682.50
09/08/10	Prepare for and attend plan confirmation hearing and other related matters on September 8th agenda and meetings with client and debtors' professionals regarding same Douglas M. Foley 4.20 hours at 600.00 per hour.	\$2,520.00

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09/08/10	Prepare for and participate in confirmation hearing and multiple conferences regarding same (3.4); revise, finalize and submit multiple orders in connection with matters heard at confirmation hearing and multiple e-mails regarding same (.5) Sarah B. Boehm 3.90 hours at 495.00 per hour.	\$1,930.50
09/08/10	Prepare for and attend confirmation hearing Daniel F. Blanks 3.50 hours at 415.00 per hour.	\$1,452.50
09/08/10	Research confirmation issues (.7); communicate with debtors' professionals regarding same (.2) Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
09/09/10	E-mails regarding finalization NOL order and confirmation order and review same Douglas M. Foley .80 hours at 600.00 per hour.	\$480.00
09/09/10	Correspond with debtors' professionals regarding issues relating to confirmation order Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
09/10/10	Revise, finalize and submit confirmation order and multiple e-mails regarding same Sarah B. Boehm .50 hours at 495.00 per hour.	\$247.50
09/14/10	Handle issues regarding service of entered confirmation order and e-mails regarding same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
09/15/10	E-mails and telephone conferences with committee professionals and debtors' professionals regarding meetings scheduled for September 20th to discuss transition issues as well as requirements for going effective under plan of liquidation Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
09/15/10	Prepare for and participate in telephone conference with debtors' professionals and committee's professionals regarding effective date and post-effective date matters Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
09/15/10	E-mails with client regarding SEC filing Daniel F. Blanks .40 hours at 415.00 per hour.	\$166.00

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09/16/10 Draft and revise memorandum to liquidating trustee regarding open litigation and claim matters and multiple e-mails regarding same
Sarah B. Boehm .80 hours at 495.00 per hour. \$396.00

09/28/10 E-mails regarding plan and related matters
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

09/30/10 E-mails regarding transition post effective date relating to pending avoidance actions and claim objections
Douglas M. Foley .60 hours at 600.00 per hour. \$360.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	16.8	\$10,080.00
Sarah B. Boehm	\$495.00	15.7	\$7,771.50
Daniel F. Blanks	\$415.00	7.4	\$3,071.00
Bryan A. Stark	\$335.00	1.2	\$402.00
Cullen A. Drescher	\$325.00	2.1	\$682.50
		<hr/>	<hr/>
		43.2	\$22,007.00

Re: Intellectual Property Matters

Our File No. 2055557-0310
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

09/07/10 E-mails with K. Bradshaw regarding renewal of Canadian registration for FLYING PLUG Design
Douglas B. Smith .20 hours at 320.00 per hour. \$64.00

09/10/10 Prepare correspondence to client regarding DIGITAL DATACATCH renewal deadline and e-mail to D. Smith regarding same
Kymberleigh B. Gokey .30 hours at 175.00 per hour. \$52.50

09/13/10 E-mails with K. Bradshaw about renewal of DIGITAL DATACATCH
Douglas B. Smith .20 hours at 320.00 per hour. \$64.00

09/15/10 E-mails with J. McDonald about ownership of Circuit City commercials and training videos (.3); phone calls with D. Blanks to discuss DIGITAL DATACATCH mark (.2)
Douglas B. Smith .50 hours at 320.00 per hour. \$160.00

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09/16/10 E-mails and telephone conferences with client
and D. Smith regarding non-use of certain marks
and strategies regarding same
Daniel F. Blanks .80 hours at 415.00 per hour. \$332.00

09/27/10 E-mails with debtors' professionals and client
regarding Divx issues
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

09/28/10 Conference call to discuss patent issues
Douglas B. Smith .20 hours at 320.00 per hour. \$64.00

09/28/10 Telephone discussion with J. McDonald regarding
certain IP held by Circuit City and sought by
N. Shah of Verance Corporation (.4); review
U.S. Patent & Trademark Office database records
for certain patents and patent applications
provided in e-mail from N. Shah (1.1); prepare
table with detailing status of patents and
patent applications (.7); send table to J.
McDonald (.2)
Safet Metjahic 2.40 hours at 475.00 per hour. \$1,140.00

09/29/10 Review patents and independent claim one of
each of the patents identified in e-mail from
N. Shah of Verance Corporation
Safet Metjahic .80 hours at 475.00 per hour. \$380.00

09/30/10 Research patents and patent applications owned
by (1) Circuit City Stores, Inc., (2) Digital
Video Express, (3) DIVX, (4) Zoom TV, (5) Zoom
Holdings, (6) Patapsco Designs, (7) Cipher
Digital, (8) Sky Venture, (9) DIVX LP, and (10)
Orbyx
Safet Metjahic 2.10 hours at 475.00 per hour. \$997.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Safet Metjahic	\$475.00	5.3	\$2,517.50
Daniel F. Blanks	\$415.00	1.3	\$539.50
Douglas B. Smith	\$320.00	1.1	\$352.00
Kymberleigh B. Gokey	\$175.00	0.3	\$52.50
		<hr/>	<hr/>
		8.0	\$3,461.50

Re: Schimenti Construction Litigation
Our File No. 2055557-0323

Circuit City Stores Inc

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09/01/10 Review and revise draft of Schimenti stipulation
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

09/01/10 Analyze and revise settlement agreement and stipulation and multiple e-mails regarding same
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

09/01/10 Finalize draft settlement agreement and e-mail to debtors professionals and debtors for review (.6); correspond with debtors' professionals regarding same and revise settlement agreement accordingly (.9); e-mail draft settlement agreement to counsel for review (.1)
Bryan A. Stark 1.60 hours at 335.00 per hour. \$536.00

09/03/10 Correspond with counsel to Schimenti, debtors and debtors' professionals regarding outstanding issues (.8); review comments and edits to draft settlement agreement and update accordingly (.7); research issues from previous settlement agreement with Schimenti (.4)
Bryan A. Stark 1.90 hours at 335.00 per hour. \$636.50

09/07/10 Correspond with counsel to Schimenti, debtors and debtors' professionals regarding outstanding issues (1.5); review and finalize draft settlement agreement and file with court (.8)
Bryan A. Stark 2.30 hours at 335.00 per hour. \$770.50

09/08/10 E-mail with the debtor regarding settlement agreements
Bryan A. Stark .30 hours at 335.00 per hour. \$100.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	0.7	\$420.00
Sarah B. Boehm	\$495.00	0.4	\$198.00
Bryan A. Stark	\$335.00	6.1	\$2,043.50
TOTAL FEES		7.2	\$2,661.50

Disbursements and Other Expenses:

Copy Charges	\$155.00
Pacer Research	\$18.64
Long Distance Telephone Charges	\$97.20
08/23/10 GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 08/23/2010	\$14.07
08/31/10 GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 08/31/2010	\$109.55

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09/02/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 09/02/2010	\$31.93
09/08/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 09/08/2010	\$97.32
09/08/10	ERIN Q. ASHCROFT - Travel to Richmond for meetings 6/08; hotel	\$178.54
09/08/10	Sarah B. Boehm - Van service to bankruptcy court 8/31	\$286.85
09/08/10	Daniel F. Blanks - Travel to meeting with clients and prepare for and attend omni hearing 8/31; meal, mileage	\$96.40
09/08/10	Douglas M. Foley - Travel to meetings with client and prepare for and attend omni hearing 8/29 - 8/30; hotel, meals, mileage, parking	\$622.44
09/08/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 791905669065	\$25.30
09/09/10	BIZPORT - LOGISTICS - Delivery from US Bankruptcy Court to McGuireWoods on 8/17/10	\$6.00
09/13/10	SARAH B. BOEHM - Court preparation meetings 9/08; meals	\$336.48
09/13/10	SARAH B. BOEHM - Lunch for group regarding confirmation hearing preparation 9/07	\$225.63
09/13/10	CULLEN A DRESCHER - Attend meeting with clients and prepare for and attend omni hearing 8/30; hotel, mileage	\$271.84
09/14/10	J&J COURT TRANSCRIBERS INC - Professional Services - Federal Court 14- Day on 8/23/10	\$46.75
09/14/10	DANIEL F. BLANKS - Attend client meetings and omni hearing 9/07 - 9/09; hotel, meals, mileage	\$603.91
09/15/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 791906184333	\$16.56
09/15/10	GENESYS CONFERENCING INC - Conference call hosted by Daniel F. Blanks on 09/15/2010	\$7.24
09/16/10	GENESYS CONFERENCING INC - Conference call hosted by Daniel F. Blanks on 09/16/2010	\$12.07
09/16/10	BIZPORT - LOGISTICS - Delivery from US Bankruptcy Court to McGuireWoods on 8/31/10	\$8.00
09/16/10	RESTAURANTEUR INC - Breakfast Tray ordered 8/31/10	\$41.63
09/16/10	RESTAURANTEUR INC - Lunch ordered 8/31/10	\$138.20
09/17/10	CULLEN A DRESCHER - Attend client meeting and omni hearing 9/06; hotel, mileage	\$628.92
09/17/10	DOUGLAS M. FOLEY - Attend court hearing 9/13; hotel, mileage, parking	\$314.44
09/17/10	SARAH B. BOEHM - Van service to bankruptcy court 9/08	\$382.50
09/17/10	DANIEL F. BLANKS - Attend client meeting 9/13 - 9/14; hotel, meal	\$183.54
09/17/10	SARAH B. BOEHM - Attend planning meeting 9/14; meal	\$122.20

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09/21/10	DOUGLAS M. FOLEY - Attend client meeting and omni hearing 9/06 - 9/08; hotel, meals, mileage, parking	\$1,405.53
09/23/10	LASERSHIP INC - Delivery to USDC (Ferrando Galindo, Clerk) from McGuireWoods (Bryan Stark) on 9/17/10	\$5.30
09/24/10	ERIN Q. ASHCROFT - Travel to Richmond for meeting with client 9/08 - 9/09; hotel, mileage	\$271.84
09/24/10	DANIEL F. BLANKS - Travel to attend client meetings 9/19 - 9/20; hotel, meals, mileage	\$306.74
09/27/10	J&J COURT TRANSCRIBERS INC	\$382.50
09/27/10	GENESYS CONFERENCING INC - Conference call hosted by Douglas M. Foley on 09/27/2010	\$52.85
09/28/10	SARAH B. BOEHM - Attend meeting with group regarding confirmation 9/20; meals	\$263.92
09/29/10	J&J COURT TRANSCRIBERS INC - Professional Services-Federal Court 14 day on 9/8/10	\$225.25
09/29/10	SARAH B. BOEHM - Van services for 4/29/10 Omni hearing	\$331.85
	TOTAL EXPENSES	\$8,324.93

Summary of Fees and Expenses:

Total Fees for all Matters:	\$239,997.00
Total Expenses for all Matters:	<u>\$8,324.93</u>
Total for this Invoice:	<u><u>\$248,321.93</u></u>



Douglas M. Foley
(804) 775-1150

One James Center
901 East Cary Street
Richmond, Virginia 23219-4030

November 5, 2010

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91300481

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$84,953.39
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:		
Current Fees:	\$131,077.00	
Current Disbursements:	<u>\$1,164.81</u>	
Current Invoice Total:		<u>\$132,241.81</u>

Total Balance Due:		<u><u>\$217,195.20</u></u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Douglas M. Foley
(804) 775-1150

One James Center
901 East Cary Street
Richmond, Virginia 23219-4030

November 5, 2010

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

Bill Through: 10/31/10

INVOICE NO. 91300481

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration

Our File No. 2055557-0010
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/05/10	Telephone conference with K. Bradshaw regarding payment of administrative expense claims and related matters		
	Sarah B. Boehm	.30 hours at 495.00 per hour.	\$148.50
10/05/10	Correspond with debtors' professionals regarding service issues (.4); review and compile documents for filing (.4)		
	Bryan A. Stark	.80 hours at 335.00 per hour.	\$268.00
10/07/10	E-mails regarding final Circuit City Board meeting		
	Douglas M. Foley	.30 hours at 600.00 per hour.	\$180.00
10/07/10	Review, analyze and file affidavits of service		
	Bryan A. Stark	.80 hours at 335.00 per hour.	\$268.00
10/11/10	Review materials and e-mails relating to final board of directors call on Circuit City preparation for effective date		
	Douglas M. Foley	.40 hours at 600.00 per hour.	\$240.00

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10/12/10	Draft letter to A. Siegel regarding engagement and related issues Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
10/13/10	E-mails regarding verification of employment for former employees Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
10/19/10	Review agenda for upcoming hearing on October 27th and analyze issues regarding same Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
10/20/10	Review and provide comments on draft omnibus hearing agenda Bryan A. Stark .30 hours at 335.00 per hour.	\$100.50
10/21/10	Prepare Exhibit A to October 27th hearing agenda and revise hearing agenda Linda J. Neilson 1.50 hours at 200.00 per hour.	\$300.00
10/21/10	Research document production regarding questions (2.4); status of documents to professionals (.2) Karen B. Cain 2.60 hours at 215.00 per hour.	\$559.00
10/22/10	Review agenda for hearing on October 27th and e-mails with debtor's professionals and client regarding same Douglas M. Foley .60 hours at 600.00 per hour.	\$360.00
10/22/10	Revise hearing agenda and file same with court and multiple e-mails with parties regarding status Daniel F. Blanks 1.00 hours at 415.00 per hour.	\$415.00
10/22/10	Review correspondence and provide updates with respect to agenda (.3); correspond with debtors' professionals regarding filing of same (.2) Bryan A. Stark .50 hours at 335.00 per hour.	\$167.50
10/22/10	Review, revise and circulate October 27th hearing agenda and Exhibit A for filing Linda J. Neilson 1.60 hours at 200.00 per hour.	\$320.00
10/25/10	Review e-mails regarding matters on agenda for October 27th and related issues Douglas M. Foley .40 hours at 600.00 per hour.	\$240.00

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10/26/10 E-mails with multiple parties regarding status
of case and related issues
Daniel F. Blanks .90 hours at 415.00 per hour. \$373.50

10/27/10 E-mails and telephone conferences with debtors'
professionals regarding outcome and status of
hearings on October 27th and protocol going
forward
Douglas M. Foley .80 hours at 600.00 per hour. \$480.00

10/27/10 Meet with debtors and debtors' professionals
regarding omnibus hearing and other issues
(1.0); omnibus hearing (.4); review and file
affidavits of service (.4)
Bryan A. Stark 1.80 hours at 335.00 per hour. \$603.00

10/28/10 Finalize and submit order regarding removal
extension
Sarah B. Boehm .30 hours at 495.00 per hour. \$148.50

10/29/10 Review documents relating to French IntertAN
tax issue and analyze issues regarding same
Douglas M. Foley 1.20 hours at 600.00 per hour. \$720.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	4.3	\$2,580.00
Sarah B. Boehm	\$495.00	0.8	\$396.00
Daniel F. Blanks	\$415.00	2.4	\$996.00
Bryan A. Stark	\$335.00	4.2	\$1,407.00
Karen B. Cain	\$215.00	2.6	\$559.00
Linda J. Neilson	\$200.00	3.1	\$620.00
TOTAL FEES		17.4	\$6,558.00

Re: Monthly Operating Reports

Our File No. 2055557-0060
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/15/10 Review and analyze monthly operating report and
file same
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

Timekeeper	Rate/HR	Hours	Fees
Daniel F. Blanks	\$415.00	0.5	\$207.50
TOTAL FEES		0.5	\$207.50

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Re: Professional Retention/Fee Applications
Our File No. 2055557-0070
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/18/10 Finalize monthly fee statement and draft
correspondence regarding same
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

10/26/10 Analyze seventh interim fee applications and
prepare for omnibus hearing regarding same
Sarah B. Boehm .40 hours at 495.00 per hour. \$198.00

10/26/10 Review interim fee applications and notices of
same and summarize fees and expense requests
(.6); research issues regarding same (.2)
Bryan A. Stark .80 hours at 335.00 per hour. \$268.00

10/27/10 Prepare for and participate in omnibus hearing
regarding interim fee applications
Sarah B. Boehm 1.20 hours at 495.00 per hour. \$594.00

10/28/10 Finalize and submit multiple orders on fee
applications and e-mails regarding same
Sarah B. Boehm .80 hours at 495.00 per hour. \$396.00

10/28/10 Draft orders granting interim fee applications
for debtors' professionals and submit to court
Bryan A. Stark .80 hours at 335.00 per hour. \$268.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$495.00	2.8	\$1,386.00
Bryan A. Stark	\$335.00	1.6	\$536.00
TOTAL FEES		4.4	\$1,922.00

Re: Creditors Committee
Our File No. 2055557-0080
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/25/10 Telephone calls and e-mails with creditors
committee counsel relating to transition to
liquidating trustee and potential litigation
claims and tolling agreements and analyze
issues regarding same
Douglas M. Foley .80 hours at 600.00 per hour. \$480.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
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Douglas M. Foley	\$600.00	0.8	\$480.00
TOTAL FEES		<u>0.8</u>	<u>\$480.00</u>

Re: Executory Contracts

Our File No.	2055557-0140
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

10/19/10 Review proposed order and motion regarding Ryan
appeal and e-mails with opposing counsel
regarding acceptance of dismissal of appeal
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$415.00	0.5	\$207.50
TOTAL FEES		<u>0.5</u>	<u>\$207.50</u>

Re: Litigation

Our File No.	2055557-0150
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

10/01/10 E-mails regarding Sharp settlement analysis,
discovery on PNY and review same
Douglas M. Foley .80 hours at 600.00 per hour. \$480.00

10/01/10 Telephone call with debtors regarding
settlement negotiations (.3); review and
analyze draft settlement agreement and update
(.8); review draft discovery and correspond
with debtors' professionals regarding same (.7)
Bryan A. Stark 1.80 hours at 335.00 per hour. \$603.00

10/04/10 E-mails regarding status of Sharp settlement
agreement (.4); analyze issues relating to
transition of various avoidance actions and
account receivable complaints (.6)
Douglas M. Foley 1.00 hours at 600.00 per hour. \$600.00

10/04/10 E-mails with parties regarding draft complaints
and related issues
Daniel F. Blanks 1.40 hours at 415.00 per hour. \$581.00

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10/04/10	Correspond with debtors and debtors' professionals regarding settlement (.4); review and analyze issues regarding same (.5); revise agreement and forward to counsel to creditor for review (.5); draft notices of appearance for appeal (.3)		
	Bryan A. Stark	1.70 hours at 335.00 per hour.	\$569.50
10/04/10	Research, review and revise chart for adversary/preference complaints		
	Linda J. Neilson	2.50 hours at 200.00 per hour.	\$500.00
10/05/10	E-mails and telephone conferences with opposing counsel regarding status of Sharp settlement agreement and issues relating to MDL litigation and release and review and analyze issues regarding same		
	Douglas M. Foley	.70 hours at 600.00 per hour.	\$420.00
10/05/10	Continue attention to litigation matters and settlements and e-mails with parties regarding same		
	Daniel F. Blanks	.50 hours at 415.00 per hour.	\$207.50
10/05/10	Prepare for and participate in conference call regarding settlement (.9); follow-up research and telephone calls regarding same (1.2); correspond with court and debtors' professionals regarding entry of orders (.4)		
	Bryan A. Stark	2.50 hours at 335.00 per hour.	\$837.50
10/06/10	E-mails regarding finalization of Active settlement and stipulation		
	Douglas M. Foley	.40 hours at 600.00 per hour.	\$240.00
10/06/10	Draft notices of settlement and file same with bankruptcy court (.9); correspond with debtors' professionals regarding same and other litigation issues (.6); e-mail with claimants regarding adversary proceeding (.3); correspond with bankruptcy court regarding submission of orders (.2); revise and submit orders for entry by court (.4); research bankruptcy rules regarding notice (.2)		
	Bryan A. Stark	2.60 hours at 335.00 per hour.	\$871.00
10/07/10	Finalize notices of stipulation and file same with court		
	Bryan A. Stark	.80 hours at 335.00 per hour.	\$268.00

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10/08/10	Draft and file notice of appearance for bankruptcy appeals and arrange for service (.5); correspond with debtors' professionals regarding litigation and appellate issues (.3)		
	Bryan A. Stark .80 hours at 335.00 per hour.		\$268.00
10/11/10	Research and review status of settlement negotiations (.4); meet with debtors' professionals and discuss same and other issues (.5)		
	Bryan A. Stark .90 hours at 335.00 per hour.		\$301.50
10/12/10	E-mails regarding Paramount appeal to fourth circuit and status of same		
	Douglas M. Foley .40 hours at 600.00 per hour.		\$240.00
10/12/10	Research local rules and files regarding dismissal of adversary proceedings and correspond with debtors' professionals regarding same (1.1); prepare for and participate in conference call regarding adversary proceeding (.7); research service and notice issues related to settlement agreement (.8)		
	Bryan A. Stark 2.60 hours at 335.00 per hour.		\$871.00
10/13/10	Review complaints and analyze issues regarding same		
	Daniel F. Blanks .50 hours at 415.00 per hour.		\$207.50
10/13/10	Research issues with settlement agreements and notice periods (.8); correspond with debtors' professionals regarding same and other issues (.4); research settlement issues and participate in telephone call with counsel to defendant regarding settlement (.8); correspond with debtors' professionals regarding same (.5); telephone calls with counsel to defendant and debtors' professionals regarding discovery (.6); research local rules and bankruptcy rules regarding same (.5)		
	Bryan A. Stark 3.60 hours at 335.00 per hour.		\$1,206.00
10/15/10	Analyze Paramount counter designations and multiple calls and e-mails regarding filing same		
	Sarah B. Boehm .60 hours at 495.00 per hour.		\$297.00

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10/15/10	Review and finalize draft stipulations and notices of same relating to demand letters (1.0); finalize and file same with court and arrange for service (.5); correspond with debtors' professionals regarding same (.4); review and finalize debtors' designation of additional items for record on appeal and arrange for service of same (.7); correspond with debtors' professionals regarding same (.2)	Bryan A. Stark 2.80 hours at 335.00 per hour.	\$938.00
10/18/10	Review dockets and analyze issues and strategies regarding pending adversary proceedings and e-mails with committee and debtors' professionals regarding same	Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
10/18/10	Review local rules and call district court regarding designation of additional items for record on appeal (.5); review correspondence and e-mail with debtors' professionals regarding settlement of adversary proceeding (.4)	Bryan A. Stark .90 hours at 335.00 per hour.	\$301.50
10/19/10	Review disclosure, finalize and file notices of appearance in fourth circuit regarding Paramount appeal	Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00
10/19/10	Research unresolved issues related to outstanding litigation (.8); correspond with debtors' professionals regarding same (.4); review and analyze draft settlement agreements and notices of same (.9); finalize and file same with court (.5); correspond with debtors' professionals regarding same (.4)	Bryan A. Stark 3.00 hours at 335.00 per hour.	\$1,005.00
10/19/10	Update and finalize Carmax order dismissing adversary proceeding	Cullen A. Drescher .20 hours at 325.00 per hour.	\$65.00
10/20/10	Review order regarding Paramount appeal	Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
10/20/10	Telephone conference with parties regarding Active trade credits	Daniel F. Blanks .30 hours at 415.00 per hour.	\$124.50

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10/20/10 Summarize issues relating to settlement agreements and draft e-mail regarding same (.3); review, finalize and arrange for service of notice of settlement resolving adversary proceeding (.8); correspond with debtors' professionals regarding same (.3); telephone call with debtors' professionals regarding settlement (.2)
Bryan A. Stark 1.60 hours at 335.00 per hour. \$536.00

10/26/10 Review Unical status report
William H. Kiekhofer .20 hours at 650.00 per hour. \$130.00

10/26/10 Draft status report for appeal pending in ninth circuit (.9); work with debtors' professionals to revise and file (.5); review, analyze and file notices of settlement agreements (1.7); correspond with debtors' professionals regarding same (.5)
Bryan A. Stark 3.60 hours at 335.00 per hour. \$1,206.00

10/27/10 E-mails regarding potential tolling agreements against various parties
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

10/28/10 Review, finalize and file notices of settlement agreements with various parties resolving claims and other issues (1.6); follow-up issues regarding same (.6)
Bryan A. Stark 2.20 hours at 335.00 per hour. \$737.00

Timekeeper	Rate/HR	Hours	Fees
William H. Kiekhofer	\$650.00	0.2	\$130.00
Douglas M. Foley	\$600.00	4.0	\$2,400.00
Sarah B. Boehm	\$495.00	1.6	\$792.00
Daniel F. Blanks	\$415.00	3.6	\$1,494.00
Bryan A. Stark	\$335.00	31.4	\$10,519.00
Cullen A. Drescher	\$325.00	0.2	\$65.00
Linda J. Neilson	\$200.00	2.5	\$500.00
TOTAL FEES		43.5	\$15,900.00

Re: Avoidance Actions

Our File No.	2055557-0160
Circuit City Contact	Katie Bradshaw
McGuireWoods Contact	Douglas M. Foley

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10/01/10	Continue to analyze certain actions and review and analyze complaints and causes of action regarding same and e-mails with A. Caine regarding same Daniel F. Blanks .70 hours at 415.00 per hour.	\$290.50
10/04/10	Research issues related to avoidance actions and bankruptcy code (1.6); correspond with debtors' professionals regarding same (.3) Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
10/05/10	Draft complaints against vendors for recovery of unpaid obligations and preference payments and for reduction of vendor claims Kevin J. O'Brien 2.30 hours at 290.00 per hour.	\$667.00
10/05/10	Review and revise tracking chart for AR and preference complaints Linda J. Neilson .90 hours at 200.00 per hour.	\$180.00
10/06/10	Multiple telephone conferences and e-mails with parties regarding preference and AR complaints and analyze issues regarding same and review defenses regarding same Daniel F. Blanks 1.20 hours at 415.00 per hour.	\$498.00
10/06/10	Research avoidance demand letter and complaint issues (.7); correspond with debtors' professionals regarding same (.3); review and update chart of complaints (.3); research corporate affiliate issues and correspond with debtors regarding same (.6) Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
10/06/10	Research and revise AR and preference chart for complaints Linda J. Neilson 2.10 hours at 200.00 per hour.	\$420.00
10/08/10	Research outstanding preference issues Bryan A. Stark .80 hours at 335.00 per hour.	\$268.00
10/11/10	Discuss status of preference and avoidance issues with debtors' professionals Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
10/12/10	Research avoidance files regarding outstanding issues (.8); correspond with debtors' professionals regarding avoidance matters and other related issues (.5); review and revise draft pleadings (.4) Bryan A. Stark 1.70 hours at 335.00 per hour.	\$569.50

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10/12/10 Draft complaints and analyze documents
regarding same
Lori Michelle Scott 6.40 hours at 335.00 per hour. \$2,144.00

10/13/10 Draft and revise complaints
Lori Michelle Scott 4.60 hours at 335.00 per hour. \$1,541.00

10/14/10 Research issues and review and revise
preference complaints (1.2); correspond with
debtors' professionals regarding status of same
(.1)
Bryan A. Stark 1.30 hours at 335.00 per hour. \$435.50

10/14/10 Draft and revise complaints
Lori Michelle Scott 4.40 hours at 335.00 per hour. \$1,474.00

10/15/10 Draft and revise complaints
Lori Michelle Scott 3.70 hours at 335.00 per hour. \$1,239.50

10/18/10 Research related-entity issues and correspond
with debtor and counsel to defendant regarding
same
Bryan A. Stark .70 hours at 335.00 per hour. \$234.50

10/18/10 Draft and revise complaints
Lori Michelle Scott 4.80 hours at 335.00 per hour. \$1,608.00

10/18/10 Research and retrieve information regarding
complaints
Linda J. Neilson 2.30 hours at 200.00 per hour. \$460.00

10/20/10 Research settlement agreements with respect to
avoidance actions (.5); research issues related
to same (.4); review and analyze updated
preference analysis (.7); review correspondence
regarding related entities (.4)
Bryan A. Stark 2.00 hours at 335.00 per hour. \$670.00

10/21/10 Review and analyze preference charts and
research issues related to same (1.5); research
corporate entity issues (.3); review draft
complaints and research issues related to same
(.5); correspond with debtors' professionals
regarding draft complaints (.5)
Bryan A. Stark 2.80 hours at 335.00 per hour. \$938.00

Timekeeper	Rate/HR	Hours	Fees
Daniel F. Blanks	\$415.00	1.9	\$788.50
Bryan A. Stark	\$335.00	13.5	\$4,522.50
Lori Michelle Scott	\$335.00	23.9	\$8,006.50
Kevin J. O'Brien	\$290.00	2.3	\$667.00
Linda J. Neilson	\$200.00	5.3	\$1,060.00

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TOTAL FEES	46.9	\$15,044.50
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Re: Real Estate
Our File No. 2055557-0180
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/01/10	DR1 - E-mail correspondence with bankruptcy counsel (.3); review settlement statement (.8) Matthew T. Gunlock 1.10 hours at 320.00 per hour.	\$352.00
10/04/10	Sarasota, FL - E-mail correspondence with title company Matthew T. Gunlock .60 hours at 320.00 per hour.	\$192.00
10/04/10	Florence, SC - E-mail correspondence with bankruptcy counsel (.3); review settlement statement (.4) Matthew T. Gunlock .70 hours at 320.00 per hour.	\$224.00
10/04/10	Sale of Sarasota Property to Dossburg - Examine order authorizing sale, purchase, sale agreement and draft special warranty deed Martha Lynn Wigton 1.30 hours at 240.00 per hour.	\$312.00
10/05/10	Sarasota, FL - Review and revise deed (.8); e-mail correspondence with title company and purchaser's counsel (2.4); review purchase agreement regarding permitted encumbrances (.6) Matthew T. Gunlock 3.80 hours at 320.00 per hour.	\$1,216.00
10/05/10	Raleigh, NC - E-mail correspondence and telephone call with bankruptcy counsel Matthew T. Gunlock .30 hours at 320.00 per hour.	\$96.00
10/05/10	Sale of Sarasota Property to Dossburg - Continue drafting special warranty deed Martha Lynn Wigton .50 hours at 240.00 per hour.	\$120.00
10/06/10	Sarasota, FL - E-mail correspondence with purchaser's counsel and title company Matthew T. Gunlock .80 hours at 320.00 per hour.	\$256.00

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10/07/10	Sarasota, FL - Review and revise closing documents (1.7); transmit closing documents to purchaser's counsel (.2); review title commitment (1.2); revise deed (.6); review lease (.5)	Matthew T. Gunlock	4.20 hours at 320.00 per hour.	\$1,344.00
10/07/10	Sale of Sarasota Property to Dessburg - Draft non-foreign person affidavit and assignment of lease	Martha Lynn Wigton	.30 hours at 240.00 per hour.	\$72.00
10/08/10	Sarasota, FL - E-mail correspondence with working group regarding tax and closing matters (.8); revise closing documents in response to title company's comments (1.7); review tax matters (.8)	Matthew T. Gunlock	3.30 hours at 320.00 per hour.	\$1,056.00
10/11/10	Sarasota, FL - E-mail correspondence with title company (1.1); review purchase agreement regarding closing deliverables (.6); review sale order (.6); review correspondence with bankruptcy counsel regarding tax matters (.4); e-mail correspondence with K. Bradshaw (.4); review draft settlement statements (.5); prepare escrow letter and transmit same (.9); e-mail correspondence with purchaser's counsel (.8) e-mail correspondence with bankruptcy counsel (.4); finalize closing documents and transmit execution version of same (.7)	Matthew T. Gunlock	6.40 hours at 320.00 per hour.	\$2,048.00
10/12/10	DR1 - E-mail correspondence with M. Pruitt regarding Westerie owners' association	Matthew T. Gunlock	.40 hours at 320.00 per hour.	\$128.00
10/12/10	Sarasota, FL - E-mail correspondence with bankruptcy counsel (.6); e-mail correspondence with title company (1.6); finalize and transmit escrow letter (.2); e-mail correspondence with purchaser's counsel (.6); review revised settlement statements (.7); e-mail correspondence with K. Bradshaw (.5)	Matthew T. Gunlock	4.20 hours at 320.00 per hour.	\$1,344.00
10/12/10	Raleigh, NC - E-mail correspondence with C. Bliley (.1); e-mail correspondence with bankruptcy counsel (.2)	Matthew T. Gunlock	.30 hours at 320.00 per hour.	\$96.00

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10/12/10	Sale of Sarasota Property to Dessorge - Examine settlement statement against purchase and sale agreement and prepare comments to title company regarding same (.9); prepare wire instruction form for title company (.3) Martha Lynn Wigton 1.20 hours at 240.00 per hour.	\$288.00
10/13/10	Sarasota, FL - E-mail correspondence with M. Smithson and R. Bradshaw (.8); e-mail correspondence with title company (1.1); review revised deed and settlement statements (1.2); e-mail correspondence with purchaser's counsel (.4); review correspondence with bankruptcy counsel regarding tax matters (.4); review purchase agreement regarding closing (.8) Matthew T. Gunlock 4.70 hours at 320.00 per hour.	\$1,504.00
10/14/10	Sarasota, FL - E-mail correspondence with title company (.8); e-mail correspondence with K. Bradshaw (.5); review sign lease regarding pro-rated rents (.2); review revised settlement statements and provide comments to same (.7); e-mail correspondence with purchaser's counsel (.6); attention to post-closing matters (1.2); transmit executed settlements statement (.2) Matthew T. Gunlock 4.20 hours at 320.00 per hour.	\$1,344.00
10/15/10	Sarasota, FL - E-mail correspondence with title company and purchaser's counsel Matthew T. Gunlock .60 hours at 320.00 per hour.	\$192.00
10/18/10	Review, analyze and revise order conveying Raleigh real estate and telephone conferences with parties regarding same Daniel F. Blanks .80 hours at 415.00 per hour.	\$332.00
10/19/10	Draft and revise Carmax dismissal order and e-mails with parties regarding same Daniel F. Blanks 1.40 hours at 415.00 per hour.	\$581.00
10/19/10	Raleigh, NC - E-mail correspondence and telephone call with bankruptcy counsel (.6); review draft order and provide comments to same (.8); e-mail correspondence with K. Bradshaw (.2); revise quitclaim deed (.2) Matthew T. Gunlock 1.80 hours at 320.00 per hour.	\$576.00
10/19/10	Sarasota, FL - E-mail correspondence with K. Bradshaw Matthew T. Gunlock .20 hours at 320.00 per hour.	\$64.00

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10/21/10 Raleigh, NC - E-mail correspondence with
bankruptcy counsel
Matthew T. Gunlock .20 hours at 320.00 per hour. \$64.00

10/25/10 Finalize and BOPS Carmax dismissal order
Daniel F. Blanks .50 hours at 415.00 per hour. \$207.50

10/28/10 Correspond with lessor of real property about
various issues
Bryan A. Stark .40 hours at 335.00 per hour. \$134.00

Timekeeper	Rate/HR	Hours	Fees
Daniel F. Blanks	\$415.00	2.7	\$1,120.50
Bryan A. Stark	\$335.00	0.4	\$134.00
Matthew T. Gunlock	\$320.00	37.8	\$12,096.00
Martha Lynn Wigton	\$240.00	3.3	\$792.00
TOTAL FEES		44.2	\$14,142.50

Re: Tax Matters

Our File No. 2055557-0240
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/04/10 Review employment tax audit workpapers to
address open tax years for similar issue
Craig D. Bell 1.70 hours at 570.00 per hour. \$969.00

10/06/10 Continue resolution of tax claims and multiple
e-mails with parties regarding same and revise
stipulation regarding same
Daniel F. Blanks .60 hours at 415.00 per hour. \$249.00

10/20/10 Review employment tax documents, audit papers,
and related materials to address IRS inquiry
Craig D. Bell 2.20 hours at 570.00 per hour. \$1,254.00

10/21/10 Detailed review of employment tax audit
documents and carryover years with new tax
assessments
Craig D. Bell 2.10 hours at 570.00 per hour. \$1,197.00

10/21/10 E-mails with client regarding tax issues and
resolution of pending tax claims and analyze
strategies regarding same
Daniel F. Blanks 1.30 hours at 415.00 per hour. \$539.50

10/25/10 Attention to IRS tax claims
Craig D. Bell 2.60 hours at 570.00 per hour. \$1,482.00

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Timekeeper	Rate/HR	Hours	Fees
Craig D. Bell	\$570.00	8.6	\$4,902.00
Daniel F. Blanks	\$415.00	1.9	\$788.50
TOTAL FEES		10.5	\$5,690.50

Re: Claims Administration

Our File No. 2055557-0250
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/01/10 E-mails regarding transition and effective date
and analyze issues regarding same
Douglas M. Foley .70 hours at 600.00 per hour. \$420.00

10/01/10 Analyze issues and e-mails regarding various
claim matters
Sarah B. Boehm .60 hours at 495.00 per hour. \$297.00

10/01/10 Continue resolution of claims and multiple
telephone conferences and e-mails with parties
regarding same and analyze issues regarding
same and review materials regarding same
Daniel F. Blanks 1.30 hours at 415.00 per hour. \$539.50

10/01/10 Telephone calls with claimant regarding
allowance of claims and other issues
Bryan A. Stark .50 hours at 335.00 per hour. \$167.50

10/03/10 Draft settlement stipulation for Marion County
Erin Q. Ashcroft .50 hours at 330.00 per hour. \$165.00

10/04/10 Draft order denying motion to reconsider and
correspond with the debtors' professionals
regarding same (.5); e-mail counsel to
creditors regarding omnibus objections (.3);
review, finalize and file notice of settlement
and arrange for service of same (.4)
Bryan A. Stark 1.20 hours at 335.00 per hour. \$402.00

10/05/10 Continue claim objection resolutions, analyze
documents and multiple calls and e-mails
regarding same
Sarah B. Boehm 1.30 hours at 495.00 per hour. \$643.50

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10/05/10	Continue resolution of claims and multiple e-mails and telephone conferences with claimants and client regarding same and review and analyze claims, pleadings, charts, and other materials regarding same Daniel F. Blanks .90 hours at 415.00 per hour.	\$373.50
10/05/10	Review response to notice of settlement and correspond with debtors' professionals regarding same Bryan A. Stark .40 hours at 335.00 per hour.	\$134.00
10/07/10	Review stipulations for filing and e-mails regarding same Sarah B. Boehm .30 hours at 495.00 per hour.	\$148.50
10/07/10	Continue resolution of claims and e-mails with parties regarding same and review stipulations regarding same Daniel F. Blanks .50 hours at 415.00 per hour.	\$207.50
10/07/10	Research issues related to New York state law as basis for claim (1.8); correspond with claimant's counsel regarding same (.3); correspond with the debtors' professionals regarding claims issues (.4); review docket and correspondence for objections to stipulations (.2) Bryan A. Stark 2.70 hours at 335.00 per hour.	\$904.50
10/07/10	E-mail with taxing authorities regarding resolving Omni 37 (.3); letter and e-mail with debtor's professionals regarding returned checks (.3) Erin Q. Ashcroft .60 hours at 330.00 per hour.	\$198.00
10/08/10	Research various claims issues (2.2); correspond with the debtors and debtors' professionals regarding the same (.3); review correspondence and e-mail with counsel to claimants regarding outstanding objections (.6); review, finalize and file notices of stipulations (.8) Bryan A. Stark 3.90 hours at 335.00 per hour.	\$1,306.50
10/08/10	E-mails with taxing authority regarding resolution of Omni 37 (.2); draft letter regarding return of checks (.1) Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00

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10/11/10	Continue claim objection resolutions, analyze documents, draft and revise stipulations and multiple calls and e-mails regarding same (2.1); finalize and file stipulation and notice and e-mails regarding same (.4) Sarah B. Boehm 2.50 hours at 495.00 per hour.	\$1,237.50
10/11/10	Continue resolution of claims and e-mails and telephone conferences with parties regarding same and research issues regarding same and review and analyze claims, pleadings, charts, and other information regarding same Daniel F. Blanks 2.20 hours at 415.00 per hour.	\$913.00
10/11/10	Research claims and settlement and draft settlement agreements for same (1.2); correspond with the debtors' professionals regarding same (.3); summarize status of omnibus objections and e-mail same to debtors' professionals (.4) Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
10/12/10	Draft and revise multiple stipulations resolving claim objections, analyze documents and multiple calls and e-mails regarding same Sarah B. Boehm 2.90 hours at 495.00 per hour.	\$1,435.50
10/12/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts and other materials regarding same Daniel F. Blanks 2.60 hours at 415.00 per hour.	\$1,079.00
10/12/10	Review draft filings and provide comments on same (.6); correspond with the debtors' professionals regarding omnibus objections and resolution of claims (.5); research attorneys fee issue asserted in claim (1.1) Bryan A. Stark 2.20 hours at 335.00 per hour.	\$737.00
10/12/10	Telephone conference and e-mail with client regarding resolution of Omni 37 Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
10/12/10	Review and revise tracking charts for responses to omnibus objections Linda J. Neilson 1.20 hours at 200.00 per hour.	\$240.00

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10/13/10	Continue claims resolutions, analyze documents, draft and revise stipulations and multiple calls and e-mails regarding same Sarah B. Boehm 3.20 hours at 495.00 per hour.	\$1,584.00
10/13/10	Review omnibus objection and other documents and draft settlement agreements resolving omnibus objections (1.6); correspond with the debtors' professionals regarding same (.3) Bryan A. Stark 1.90 hours at 335.00 per hour.	\$636.50
10/13/10	E-mail with client regarding resolution and negotiation of Omni 37 Erin Q. Ashcroft .50 hours at 330.00 per hour.	\$165.00
10/14/10	Continue to negotiate claims resolutions, analyze documents, draft and revise stipulations and notice and multiple calls and e-mails regarding same (2.2); e-mails regarding claim objection orders (.2) Sarah B. Boehm 2.40 hours at 495.00 per hour.	\$1,188.00
10/14/10	Continue draft and revise Chase objection and review items regarding same (1.2); continue resolution of claims and e-mails and telephone conferences with parties regarding same and review and analyze claims, pleadings, charts, and other information regarding same (2.2) Daniel F. Blanks 3.40 hours at 415.00 per hour.	\$1,411.00
10/14/10	Review notes and research issues related to setoff and claim objection issues in preparation for meeting with claimant's counsel (1.8); correspond with counsel to creditor regarding meeting and other issues (.3); draft stipulations and notices of the same relating to claims objections (2.6); finalize and file same with the court (1.2); correspond with the debtors' professionals regarding objection to claims and other issues (.4); research docket and correspondence regarding submission of order (.3) Bryan A. Stark 6.60 hours at 335.00 per hour.	\$2,211.00
10/14/10	E-mail and telephone conference with taxing authorities regarding Omni 37 (1.0); draft notice of stipulation (.3); file Omni 37 stipulation (.3) Erin Q. Ashcroft 1.60 hours at 330.00 per hour.	\$528.00

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10/15/10	Revise Quebecor stipulation and continue claim objection resolutions and multiple calls and e-mails regarding same Sarah B. Boehm 1.70 hours at 495.00 per hour.	\$841.50
10/15/10	Research state law issues and draft summary of settlement offer from claimant for the debtor (1.3); review draft order on omnibus objection and resubmit to court (.4); correspond with the debtors' professionals regarding various claims and settlement issues (1.2); draft stipulations and notices of the same relating to claims objections (2.3); finalize and file same with the court (.8) Bryan A. Stark 6.00 hours at 335.00 per hour.	\$2,010.00
10/15/10	E-mail with taxing authorities regarding resolution of Omni 37 claims (.6); review production of documents from Eisner Erin Q. Ashcroft 1.50 hours at 330.00 per hour.	\$495.00
10/17/10	E-mails with counsel regarding Site A Sarah B. Boehm .20 hours at 495.00 per hour.	\$99.00
10/18/10	Continue claim objection resolutions and multiple calls and e-mails regarding same (.8); analyze issues and strategy and multiple calls and e-mails regarding Site A late claim motion (.6) Sarah B. Boehm 1.40 hours at 495.00 per hour.	\$693.00
10/18/10	Draft and revise Chase claim objection, review claims, pleadings, and other documents regarding same and research issues regarding same (1.6); continue resolution of claims and telephone conferences and e-mails with parties regarding same and draft and revise stipulations regarding same (3.3) Daniel F. Blanks 4.90 hours at 415.00 per hour.	\$2,033.50
10/18/10	Prepare for and meet with counsel to creditor regarding outstanding objection issues (1.7); follow-up research regarding the same (1.5); correspond with counsel to claimant regarding discovery requests (.2); research issues regarding same (.7); review and research claim issues and correspond with counsel to claimant regarding same (.8) Bryan A. Stark 4.90 hours at 335.00 per hour.	\$1,641.50

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10/18/10	Review discovery responses and analyze strategy regarding motion for summary judgment Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
10/19/10	Continue claim objection resolutions, draft notice, review correspondence and multiple calls and e-mails regarding same (.9); multiple calls and e-mails regarding Mitsubishi settlement and related matters (.4) Sarah B. Boehm 1.30 hours at 495.00 per hour.	\$643.50
10/19/10	Continue resolution of claims and e-mails and telephone conferences with parties regarding same Daniel F. Blanks 1.30 hours at 415.00 per hour.	\$539.50
10/19/10	Review and analyze draft settlement agreements and provide comments on same (1.2); draft notices of the same, finalize and file with the court (1.4); correspond with the debtors' professionals regarding same (.8) Bryan A. Stark 3.40 hours at 335.00 per hour.	\$1,139.00
10/19/10	E-mail with client regarding template for stipulations Erin Q. Ashcroft .20 hours at 330.00 per hour.	\$66.00
10/20/10	Continue claim objection resolutions and multiple calls and e-mails regarding same Sarah B. Boehm .90 hours at 495.00 per hour.	\$445.50
10/20/10	Continue resolution of claims and multiple telephone conferences with parties regarding same and analyze issues and strategies regarding same Daniel F. Blanks 3.40 hours at 415.00 per hour.	\$1,411.00
10/20/10	Review correspondence and various versions of settlement agreements regarding issues (.5); correspond with debtors' professionals regarding the same (.2); negotiate status of settlement with claimant's counsel and summarize same for debtor's review (.7); review previous settlements and research issues for the same (.7) Bryan A. Stark 2.10 hours at 335.00 per hour.	\$703.50
10/20/10	E-mail with taxing authorities regarding resolution of Omni 37 Erin Q. Ashcroft .20 hours at 330.00 per hour.	\$66.00

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10/20/10	Review and revise tracking charts for omnibus hearing responses (1.3); review and draft Exhibit A to hearing agenda (1.3) Linda J. Neilson 2.60 hours at 200.00 per hour.	\$520.00
10/21/10	Analyze and revise agenda and exhibit regarding claims status and e-mails regarding same (.4); review and revise stipulation and e-mails regarding same (.3); finalize stipulations and review correspondence regarding same (.9) Sarah B. Boehm 1.60 hours at 495.00 per hour.	\$792.00
10/21/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other documents regarding same Daniel F. Blanks 2.70 hours at 415.00 per hour.	\$1,120.50
10/21/10	Research issues regarding claims (.5); draft settlement agreement with claimant (1.6); correspond with the debtors regarding same (.3); correspond with the debtors' professionals regarding claims settlement and other issues (.5); research class action issues and correspond with the debtors' professionals regarding same (.8); resolve discovery dispute with counsel to claimant (.4) Bryan A. Stark 4.10 hours at 335.00 per hour.	\$1,373.50
10/21/10	Telephone conference and e-mail with taxing authorities and client regarding resolution of Omni 37 Erin Q. Ashcroft .30 hours at 330.00 per hour.	\$99.00
10/22/10	Analyze and revise agenda and exhibit regarding omnibus claim matters and multiple e-mails regarding same (.5); multiple calls and e-mails regarding Quebecor (.3) Sarah B. Boehm .80 hours at 495.00 per hour.	\$396.00
10/22/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, documents, and other information regarding same Daniel F. Blanks 3.40 hours at 415.00 per hour.	\$1,411.00

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10/22/10	Telephone call with clerk's office regarding entry of orders (.2); research issues regarding resolutions of claims (1.7); correspond with the debtors and debtors' professionals regarding same (.4); review and revise draft settlement agreements (.6); review docket and correspondence file for objections to notices of settlement (.4); research preference issues with respect to claimant and potential liability regarding same (1.2); e-mail debtors regarding same (.2) Bryan A. Stark 4.70 hours at 335.00 per hour.	\$1,574.50
10/22/10	Telephone conference and e-mail with taxing authorities regarding resolution of Omni 37 claims Erin Q. Ashcroft .60 hours at 330.00 per hour.	\$198.00
10/22/10	Review, revise and circulate tracking charts for omnibus objections Linda J. Neilson 1.40 hours at 200.00 per hour.	\$280.00
10/25/10	Continue resolution of claims and multiple telephone conferences with parties regarding same and review and analyze claims, pleadings, charts, and other information regarding same and research issues regarding same Daniel F. Blanks 1.80 hours at 415.00 per hour.	\$747.00
10/25/10	Review omnibus objection chart for outstanding issues (.4); review correspondence and files for outstanding claims issues and correspond with counsel to claimants for resolution (.7); research preference and accounts receivable setoff issue and e-mail debtors regarding same (1.2); review settlement agreement and call claimant's counsel regarding same (.4) Bryan A. Stark 2.70 hours at 335.00 per hour.	\$904.50
10/25/10	E-mail and telephone conferences with taxing authorities regarding Omni 37 claims and e-mail with client regarding same Erin Q. Ashcroft .70 hours at 330.00 per hour.	\$231.00
10/26/10	Analyze unresolved claims status and prepare for omnibus hearing regarding same (.6); e-mails regarding Inland claims and analyze documents regarding same (.3) Sarah B. Boehm .90 hours at 495.00 per hour.	\$445.50

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10/26/10	Continue resolution of claims and multiple telephone conferences and e-mails with claimants and other parties regarding same and review and analyze claims, pleadings, charts, and other materials regarding same and telephone conference with client regarding same and strategies Daniel F. Blanks 3.50 hours at 415.00 per hour.	\$1,452.50
10/26/10	Telephone conference and e-mail with client and taxing authorities regarding resolution of Omni 37 claims (.9); telephone conference with debtor's professionals regarding Chase objections (.2) Erin Q. Ashcroft 1.10 hours at 330.00 per hour.	\$363.00
10/27/10	Review status of unresolved claims objection chart and e-mails with debtors' professionals, client and creditors' committee regarding status of various matters Douglas M. Foley .90 hours at 600.00 per hour.	\$540.00
10/27/10	Prepare for and participate in omnibus hearing regarding claims status and conference regarding status of various claim matters (2.2); e-mails regarding entry of Omni 81 order (.2) Sarah B. Boehm 2.40 hours at 495.00 per hour.	\$1,188.00
10/27/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts, and other documents regarding same and review and analyze claims, pleadings, charts and other documents regarding same Daniel F. Blanks 4.40 hours at 415.00 per hour.	\$1,826.00
10/27/10	Meet and discuss settlement of claims with debtors and debtors' professionals (.4); draft settlement agreement with respect to omnibus objections and other claims issues (2.6); correspond with clerk's office regarding entry of orders on objections to claims (.3); correspond with the debtors' professionals regarding objection to settlement agreement (.4); research procedures regarding same (.5) Bryan A. Stark 4.20 hours at 335.00 per hour.	\$1,407.00

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10/27/10	Review Chase agreement and amendments for reference to call centers (.9); meeting with debtor's professionals regarding Omni 37 and Chase (.2); e-mail with taxing authorities regarding resolution of claims (.3) Erin Q. Ashcroft 1.40 hours at 330.00 per hour.	\$462.00
10/27/10	Review and revise tracking charts for omnibus objections responses Linda J. Neilson 1.00 hours at 200.00 per hour.	\$200.00
10/28/10	Several e-mails and telephone conferences regarding status of various matters McGuireWoods' is finalizing and review of several stipulations of settlement regarding same Douglas M. Foley 1.90 hours at 600.00 per hour.	\$1,140.00
10/28/10	Multiple calls and e-mails regarding claims resolutions, finalize stipulations and review correspondence regarding same Sarah B. Boehm 1.20 hours at 495.00 per hour.	\$594.00
10/28/10	Continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and analyze strategies regarding resolution regarding same Daniel F. Blanks 4.20 hours at 415.00 per hour.	\$1,743.00
10/28/10	Finalize settlement of claims, draft notices of same and file with court (2.1); revise settlement agreement resolving omnibus objection (.6) Bryan A. Stark 2.70 hours at 335.00 per hour.	\$904.50
10/28/10	Telephone conference with taxing authorities regarding resolution of Omni 37 and e-mail with client regarding authority to resolve claims Erin Q. Ashcroft .10 hours at 330.00 per hour.	\$33.00
10/29/10	Review and analyze several stipulations regarding claims settlements and finalize same and e-mails with debtors' professionals and client and creditors' committees professionals regarding same (1.6); e-mails with committee professionals and debtors' professionals regarding transition and status of various matters McGuireWoods is working on (.7) Douglas M. Foley 2.30 hours at 600.00 per hour.	\$1,380.00

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10/29/10	Finalize and file multiple settlement agreements and pleadings and multiple calls and e-mails regarding same (2.2); multiple calls and e-mails regarding claims resolutions (.6) Sarah B. Boehm 2.80 hours at 495.00 per hour.	\$1,386.00
10/29/10	Revise Chase claim objection and e-mails with committee and client regarding same and continue resolution of claims and multiple telephone conferences and e-mails with parties regarding same and review and analyze claims, pleadings, charts and other materials regarding same and draft stipulations regarding same Daniel F. Blanks 4.20 hours at 415.00 per hour.	\$1,743.00
10/29/10	Finalize settlement agreement resolving omnibus objection (.9); correspond with debtors, debtors' professionals and counsel to creditor regarding same (.8); draft and file notices of settlement agreements with court (1.7); correspond with debtors' professionals and debtors regarding same (.6) Bryan A. Stark 4.00 hours at 335.00 per hour.	\$1,340.00
10/30/10	Continue resolution of claims and multiple telephone conferences and e-mails with client and Imation regarding same and draft, revise and circulate stipulation regarding same and review and analyze claims, pleadings, charts and other materials regarding same and e-mails with claimants regarding status of claims and related issues Daniel F. Blanks 1.90 hours at 415.00 per hour.	\$788.50
10/31/10	Analyze and revise Imation stipulation and multiple e-mails regarding same Sarah B. Boehm .40 hours at 495.00 per hour.	\$198.00
10/31/10	Continue resolution of claims and multiple telephone conferences and e-mails with client and Imation regarding same and draft, revise and file stipulation regarding same and review and analyze claims, pleadings, charts and other materials regarding same and e-mails with claimants and parties regarding status of claims and related issues Daniel F. Blanks 2.60 hours at 415.00 per hour.	\$1,079.00

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10/31/10 Research and draft notice of hearing on
objection to proposed settlement (.8); file
same and arrange for service (.3)
Bryan A. Stark 1.10 hours at 335.00 per hour. \$368.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$600.00	5.8	\$3,480.00
Sarah B. Boehm	\$495.00	28.8	\$14,256.00
Daniel F. Blanks	\$415.00	49.2	\$20,418.00
Bryan A. Stark	\$335.00	61.2	\$20,502.00
Erin Q. Ashcroft	\$330.00	10.2	\$3,366.00
Linda J. Neilson	\$200.00	6.2	\$1,240.00
TOTAL FEES		161.4	\$63,262.00

Re: Disclosure Statement and Plan
Our File No. 2055557-0270
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/27/10 Conference regarding effective date and
multiple e-mails regarding same
Sarah B. Boehm 1.20 hours at 495.00 per hour. \$594.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$495.00	1.2	\$594.00
TOTAL FEES		1.2	\$594.00

Re: Intellectual Property Matters
Our File No. 2055557-0310
Circuit City Contact Katie Bradshaw
McGuireWoods Contact Douglas M. Foley

10/04/10 E-mails with J. McDonald regarding use of old
Circuit City commercials in a documentary on
Circuit City
Douglas B. Smith .20 hours at 320.00 per hour. \$64.00

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- 10/04/10 Continue researching patents and patent applications owned by (1) Circuit City Stores, Inc., (2) Digital Video Express, (3) DIVX, (4) Zoom TV, (5) Zoom Holdings, (6) Patapsco Designs, Inc., (7) Cipher Digital, (8) Sky Ventures, Inc., (9) DIVX LP, and (10) Orbyx and begin preparing schedule that summarizes results from research
Safet Metjahic 6.10 hours at 475.00 per hour. \$2,897.50
- 10/05/10 Continue researching patents and patent applications owned by and preparing schedule for (1) Circuit City Stores, Inc., (2) Digital Video Express, (3) DIVX, (4) Zoom TV, (5) Zoom Holdings, (6) Patapsco Designs, Inc., (7) Cipher Digital, (8) Sky Ventures, Inc., (9) DIVX LP, and (10) Orbyx
Safet Metjahic .40 hours at 475.00 per hour. \$190.00
- 10/07/10 Continue researching patents and patent applications owned by and preparing schedule for (1) Circuit City Stores, Inc., (2) Digital Video Express, (3) DIVX, (4) Zoom TV, (5) Zoom Holdings, (6) Patapsco Designs, Inc., (7) Cipher Digital, (8) Sky Ventures, Inc., (9) DIVX LP, and (10) Orbyx and send schedule to J. McDonald
Safet Metjahic 5.40 hours at 475.00 per hour. \$2,565.00
- 10/11/10 E-mails with client regarding DIVX
Daniel F. Blanks .30 hours at 415.00 per hour. \$124.50
- 10/11/10 Complete researching patents and patent applications owned by and preparing schedule for (1) Circuit City Stores, Inc., (2) Digital Video Express, (3) DIVX, (4) Zoom TV, (5) Zoom Holdings, (6) Patapsco Designs, Inc., (7) Cipher Digital, (8) Sky Ventures, Inc., (9) DIVX LP, and (10) Orbyx and send schedule to J. McDonald
Safet Metjahic 1.60 hours at 475.00 per hour. \$760.00
- 10/18/10 Receive, review and send quarterly trademark report to K. Bradshaw
Douglas B. Smith .10 hours at 320.00 per hour. \$32.00

Timekeeper	Rate/HR	Hours	Fees
Safet Metjahic	\$475.00	13.5	\$6,412.50
Daniel F. Blanks	\$415.00	0.3	\$124.50
Douglas B. Smith	\$320.00	0.3	\$96.00
TOTAL FEES		14.1	\$6,633.00

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Re: Schimenti Construction Litigation
Our File No. 2055557-0323

10/05/10 Review stipulation and correspond with debtors
regarding settlement payment
Bryan A. Stark .50 hours at 335.00 per hour. \$167.50

10/06/10 Research settlement agreements for terms of
payment and other issues (.3); telephone calls
with debtors regarding settlement payments and
correspond with claimant regarding same (.5)
Bryan A. Stark .80 hours at 335.00 per hour. \$268.00

Timekeeper	Rate/HR	Hours	Fees
Bryan A. Stark	\$335.00	1.3	\$435.50
TOTAL FEES		1.3	\$435.50

Disbursements and Other Expenses:

	Copy Charges	\$47.80
	Pacer Research	\$45.76
	Long Distance Telephone Charges	\$52.60
09/20/10	GENESYS CONFERENCING INC - Conference call hosted by Daniel F. Blanks on 09/20/2010	\$7.52
10/01/10	FedEx Standard Overnight to Glen Allen, VA - Tracking #: 791277890250	\$7.78
10/04/10	DOUGLAS M. FOLEY - Attend client meetings 9/19 - 9/22; meal	\$49.97
10/04/10	DOUGLAS M. FOLEY - Attend client meetings 9/19 - 9/22; hotel, mileage	\$403.73
10/05/10	LASERSHIP INC - Delivery to Federal Courthouse (Hudson, Robinson and Merhige) from McGuireWoods (Bryan Stark) on 9/29/10	\$6.76
10/08/10	SARAH B. BOEHM - Van service to bankruptcy court 9/27	\$286.85
10/11/10	DORIS L. MORGAN - Filing with the Delaware Corporate Records 9/28	\$40.00
10/15/10	FedEx Standard Overnight to Glen Allen, VA - Tracking #: 794016419870	\$9.20
10/18/10	J&J COURT TRANSCRIBERS INC - Professional Services-Federal Court 14-Day on 09/27/10	\$191.25
10/21/10	FedEx Priority Overnight to Wilmington, DE - Tracking #: 794035609067	\$15.59
TOTAL EXPENSES		\$1,164.81

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Summary of Fees and Expenses:

Total Fees for all Matters: \$131,077.00

Total Expenses for all Matters: \$1,164.81

Total for this Invoice: \$132,241.81

Exhibit F

Exhibit F

Re: Final Fee Application Time Detail Through: December 10, 2010
Post-Effective Date
Circuit City Stores, Inc.

11/1/10	E-mail to professionals regarding deadline to file final fee applications; begin draft final fee application Sarah B. Boehm 1.10 hours at \$495.00 per hour	\$544.50
11/2/10	E-mails with professionals regarding final fee application format and related issues Sarah B. Boehm 0.2 hours at \$495.00 per hour	\$99.00
11/3/10	E-mails with professionals regarding final fee applications; analyze and revise monthly fee statement and e-mails regarding same Sarah B. Boehm 1.4 hours at \$495.00 per hour	\$693.00
11/10/10	E-mails with professionals regarding final fee applications and analyze issues regarding same Sarah B. Boehm 0.4 hours at \$495.00 per hour	\$198.00
11/12/10	E-mails with professionals regarding final fee applications Sarah B. Boehm 0.2 hours at \$495.00 per hour	\$99.00
11/17/10	E-mails with professionals regarding final fee applications Sarah B. Boehm 0.3 hours at \$495.00 per hour	\$148.50
11/22/10	Telephone conference and e-mails regarding final fee applications Sarah B. Boehm 0.3 hours at \$495.00 per hour	\$148.50
11/29/10	E-mails with professionals regarding final fee applications Sarah B. Boehm 0.2 hours at \$495.00 per hour	\$99.00
11/30/10	Draft final fee application and multiple calls and e-mails regarding same; e-mails with professionals regarding final fee application questions Sarah B. Boehm 2.4 hours at \$495.00 per hour	\$1,188.00
12/01/10	Draft and revise final fee application and e-mails regarding same Sarah B. Boehm 0.7 hours at \$495.00 per hour	\$346.50
12/08/10	E-mails regarding final fee applications Sarah B. Boehm 0.2 hours at \$495.00 per hour	\$99.00
12/09/10	Review final applications for payment for the debtors' professionals and provide comments on same; draft orders approving applications Bryan A. Stark 1.9 hours at \$335.00 per hour	\$636.50

12/10/10	Research applications, revise, and provide comments on draft final applications for payment for the debtors' professionals; follow up issues regarding same; review and draft order approving application; draft notices of applications	
	Bryan A. Stark 3.9 hours at \$335.00 per hour	\$1,306.50